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## EXPRESS MAIL NO. ER 767376821 US

# IN THE UNITED STATES PATENT AND TRADEMARK OFFICE BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD

04-08-2004

U.S. Patent & TMOfc/TM Mail Rcpt Dt. #22

VIRGIN ENTERPRISES LIMITED,

Opposer,

Opposition No.91154392

KAY GUITAR COMPANY,

Applicant.

### **NOTICE OF FILING**

PLEASE TAKE NOTICE that, in accordance with Trademark Rule 2.125(c), 37 C.F.R. § 2.125(c), opposer, Virgin Enterprises Limited, has today filed with the Trademark Trial and Appeal Board an executed copy of the Protective Order and one transcript, together with

### **CERTIFICATE OF MAILING**

I hereby certify that this paper is being deposited with the United States Postal Service as Express Mail No. ER 76737621 in an envelope addressed to Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3514 on April 8, 2004.

Hayley Werner (Name) dayeey worner

4/8/04

(Date)

exhibits, of the depositions of Christopher Rossi, Mark James, Howard Handler, Lori Levin-Hyams and Andrea Moreno.

Respectfully submitted,

FRIED FRANK HARRIS SHRIVER & JACOBSON LLP

James W. Dabney Hayley W. Werner

One New York Plaza New York, NY 10004-1980 (212) 859-8000

Attorneys for Opposer VIRGIN ENTERPRISES LIMITED

Dated: April <u>8</u>, 2004

# **CERTIFICATE OF SERVICE**

I HEREBY CERTIFY that a true copy of the foregoing **NOTICE OF FILING** was served this 8th day of April 2004 upon counsel for Applicant Kay Guitar Company, via first-class U.S. mail to:

Susan L. Ruzbasan, Esq.
Corporate Counsel
Asian-American Manufacturing Company and Kay Guitar
Company

1 Twin Lakes Circle

Corona Del Mar, CA 92625

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VIKEN HUBERISES LIMITED,

V.

KAY GUIDE CDERNY, Defendant Opposition/Cancellation No. 91154392

# PROVISIONS FOR PROTECTING CONFIDENTIALITY OF INFORMATION REVEALED DURING BOARD PROCEEDING

Information disclosed by any party or non-party witness during this proceeding may be considered confidential, a trade secret, or commercially sensitive by a party or witness. To preserve the confidentiality of the information so disclosed, either the parties have agreed to be bound by the terms of this order, in its standard form or as modified by agreement, and by any additional provisions to which they may have agreed and attached to this order, or the Board has ordered that the parties be bound by the provisions within. As used in this order, the term "information" covers both oral testimony and documentary material.

Parties may use this standard form order as the entirety of their agreement or may use it as a template from which they may fashion a modified agreement. If the Board orders that the parties abide by the terms of this order, they may subsequently agree to modifications or additions, subject to Board approval.

Agreement of the parties is indicated by the signatures of the parties' attorneys and/or the parties themselves at the conclusion of the order. Imposition of the terms by the Board is indicated by signature of a Board attorney or Administrative Trademark Judge at the conclusion of the order. If the parties have signed the order, they may have created a contract. The terms are binding from the date the parties or their attorneys sign the order, in standard form or as modified or supplemented, or from the date of imposition by a Board attorney or judge.

**TERMS OF ORDER** 

1) Classes of Protected Information.

Virgin Enterprises Ltd. y. Kay

Guitar Co.

Opposition No. 91154392
Opposer's Testimony Deposition

Exhibit No.

10/24/2003

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The Rules of Practice in Trademark Cases provide that all inter partes proceeding files, as well as the involved registration and application files, are open to public inspection. The terms of this order are not to be used to undermine public access to files. When appropriate, however, a party or witness, on its own or through its attorney, may seek to protect the confidentiality of information by employing one of the following designations.

Confidential-Material to be shielded by the Board from public access.

Highly Confidential—Material to be shielded by the Board from public access and subject to agreed restrictions on access even as to the parties and/or their attorneys.

**Trade Secret/Commercially Sensitive**—Material to be shielded by the Board from public access, restricted from any access by the parties, and available for review by outside counsel for the parties and, subject to the provisions of paragraph 4 and 5, by independent experts or consultants for the parties.

# 2) Information Not to Be Designated as Protected.

Information may not be designated as subject to any form of protection if it (a) is, or becomes, public knowledge, as shown by publicly available writings, other than through violation of the terms of this document; (b) is acquired by a non-designating party or non-party witness from a third party lawfully possessing such information and having no obligation to the owner of the information; (c) was lawfully possessed by a non-designating party or non-party witness prior to the opening of discovery in this proceeding, and for which there is written evidence of the lawful possession; (d) is disclosed by a non-designating party or non-party witness legally compelled to disclose the information; or (e) is disclosed by a non-designating party with the approval of the designating party.

### 3) Access to Protected Information.

The provisions of this order regarding access to protected information are subject to modification by written agreement of the parties or their attorneys, or by motion filed with and approved by the Board.

Judges, attorneys, and other employees of the Board are bound to honor the parties' designations of information as protected but are not required to sign forms acknowledging the terms and existence of this order. Court reporters, stenographers, video technicians or others who may be employed by the parties or their attorneys to perform services incidental to this proceeding will be bound only to the extent that the parties or their attorneys make it a condition of employment or obtain agreements from such individuals, in accordance with the provisions of paragraph 4.

- Parties are defined as including individuals, officers of corporations, partners of partnerships, and management employees of any type of business organization.
- Attorneys for parties are defined as including in-house counsel and outside counsel, including support staff operating under counsel's direction, such as paralegals or legal assistants, secretaries, and any other employees or independent contractors operating under counsel's instruction.

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 Independent experts or consultants include individuals retained by a party for purposes related to prosecution or defense of the proceeding but who are not otherwise employees of either the party or its attorneys.

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 Non-party witnesses include any individuals to be deposed during discovery or trial. whether willingly or under subpoena issued by a court of competent jurisdiction over the witness.

Parties and their attorneys shall have access to information designated as confidential or highly confidential, subject to any agreed exceptions.

Outside counsel, but not in-house counsel, shall have access to information designated as trade secret/commercially sensitive.

Independent experts or consultants, non-party witnesses, and any other individual not otherwise specifically covered by the terms of this order may be afforded access to confidential or highly confidential information in accordance with the terms that follow in paragraph 4. Further, independent experts or consultants may have access to trade secret/commercially sensitive information if such access is agreed to by the parties or ordered by the Board, in accordance with the terms that follow in paragraph 4 and 5.

## 4) Disclosure to Any Individual.

Prior to disclosure of protected information by any party or its attorney to any individual not already provided access to such information by the terms of this order, the individual shall be informed of the existence of this order and provided with a copy to read. The individual will then be required to certify in writing that the order has been read and understood and that the terms shall be binding on the individual. No individual shall receive any protected information until the party or attorney proposing to disclose the information has received the signed certification from the individual. A form for such certification is attached to this order. The party or attorney receiving the completed form shall retain the original.

### 5) Disclosure to independent Experts or Consultants.

In addition to meeting the requirements of paragraph 4, any party or attorney proposing to share disclosed information with an Independent expert or consultant must also notify the party which designated the information as protected. Notification must be personally served or forwarded by certified mail, return receipt requested, and shall provide notice of the name, address, occupation and professional background of the expert or independent consultant.

The party or its attorney receiving the notice shall have ten (10) business days to object to disclosure to the expert or independent consultant. If objection is made, then the parties must negotiate the issue before raising the issue before the Board. If the parties are unable to settle their dispute, then it shall be the obligation of the party or attorney proposing disclosure to bring the matter before the Board with an explanation of the need for disclosure and a report on the efforts the parties have made to settle their dispute. The party objecting to disclosure will be expected to respond with its arguments against

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disclosure or its objections will be deemed waived.

# 6) Responses to Written Discovery.

Responses to interrogatories under Federal Rule 33 and requests for admissions under Federal Rule 36, and which the responding party reasonably believes to contain protected information shall be prominently stamped or marked with the appropriate designation from paragraph 1. Any inadvertent disclosure without appropriate designation shall be remedied as soon as the disclosing party learns of its error, by informing all adverse parties, in writing, of the error. The parties should inform the Board only if necessary because of the filing of protected information not in accordance with the provisions of paragraph 12.

# 7) Production of Documents.

If a party responds to requests for production under Federal Rule 34 by making copies and forwarding the copies to the inquiring party, then the copies shall be prominently stamped or marked, as necessary, with the appropriate designation from paragraph 1. If the responding party makes documents available for inspection and copying by the inquiring party, all documents shall be considered protected during the course of inspection. After the inquiring party informs the responding party what documents are to be copied, the responding party will be responsible for prominently stamping or marking the copies with the appropriate designation from paragraph 1. Any inadvertent disclosure without appropriate designation shall be remedied as soon as the disclosing party learns of its error, by informing all adverse parties, in writing, of the error. The parties should inform the Board only if necessary because of the filling of protected information not in accordance with the provisions of paragraph 12.

### 8) Depositions.

Protected documents produced during a discovery deposition, or offered into evidence during a testimony deposition shall be orally noted as such by the producing or offering party at the outset of any discussion of the document or information contained in the document. In addition, the documents must be prominently stamped or marked with the appropriate designation.

During discussion of any non-documentary protected information, the interested party shall make oral note of the protected nature of the information.

The transcript of any deposition and all exhibits or attachments shall be considered protected for 30 days following the date of service of the transcript by the party that took the deposition. During that 30-day period, either party may designate the portions of the transcript, and any specific exhibits or attachments, that are to be treated as protected, by electing the appropriate designation from paragraph 1. Appropriate stampings or markings should be made during this time. If no such designations are made, then the entire transcript and exhibits will be considered unprotected.

### 9) Filing Notices of Reliance.

When a party or its attorney files a notice of reliance during the party's testimony period.

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the party or attorney is bound to honor designations made by the adverse party or attorney, or non-party witness, who disclosed the information, so as to maintain the protected status of the information.

### 10) Briefs.

When filing briefs, memoranda, or declarations in support of a motion, or briefs at final hearing, the portions of these filings that discuss protected information, whether information of the filing party, or any adverse party, or any non-party witness, should be redacted. The rule of reasonableness for redaction is discussed in paragraph 12 of this order.

# 11) Handling of Protected Information.

Disclosure of information protected under the terms of this order is intended only to facilitate the prosecution or defense of this case. The recipient of any protected information disclosed in accordance with the terms of this order is obligated to maintain the confidentiality of the information and shall exercise reasonable care in handling, storing, using or disseminating the information.

# 12) Redaction; Filing Material With the Board.

When a party or attorney must file protected information with the Board, or a brief that discusses such information, the protected information or portion of the brief discussing the same should be redacted from the remainder. A rule of reasonableness should dictate how redaction is effected.

Redaction can entail merely covering a portion of a page of material when it is copied in anticipation of filing but can also entail the more extreme measure of simply filing the entire page under seal as one that contains primarily confidential material. If only a sentence or short paragraph of a page of material is confidential, covering that material when the page is copied would be appropriate. In contrast, if most of the material on the page is confidential, then filing the entire page under seal would be more reasonable, even if some small quantity of non-confidential material is then withheld from the public record. Likewise, when a multi-page document is in Issue, reasonableness would dictate that redaction of the portions or pages containing confidential material be effected when only some small number of pages contain such material. In contrast, if almost every page of the document contains some confidential material, it may be more reasonable to simply submit the entire document under seal. Occasions when a whole document or brief must be submitted under seal should be very rare.

Protected information, and pleadings, briefs or memoranda that reproduce, discuss or paraphrase such information, shall be filed with the Board under seal. The envelopes or containers shall be prominently stamped or marked with a legend in substantially the following form:

### CONFIDENTIAL

This envelope contains documents or information that are subject to a protective order or agreement. The confidentiality of the material is to be maintained and the envelope is

http://www.uspto.gov/web/offices/dcom/ttab/tbmp/stndagmnt.htm

10/24/2003

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not to be opened, or the contents revealed to any individual, except by order of the Board.

# 13) Acceptance of Information; Inadvertent Disclosure.

Acceptance by a party or its attorney of information disclosed under designation as protected shall not constitute an admission that the information is, in fact, entitled to protection. Inadvertent disclosure of information which the disclosing party intended to designate as protected shall not constitute waiver of any right to claim the information as protected upon discovery of the error.

# 14) Challenges to Designations of Information as Protected.

If the parties or their attorneys disagree as to whether certain information should be protected, they are obligated to negotiate in good faith regarding the designation by the disclosing party. If the parties are unable to resolve their differences, the party challenging the designation may make a motion before the Board seeking a determination of the status of the information.

A challenge to the designation of information as protected must be made substantially contemporaneous with the designation, or as soon as practicable after the basis for challenge is known. When a challenge is made long after a designation of information as protected, the challenging party will be expected to show why it could not have made the challenge at an earlier time.

The party designating information as protected will, when its designation is timely challenged, bear the ultimate burden of proving that the information should be protected.

# 15) Board's Jurisdiction; Handling of Materials After Termination.

The Board's jurisdiction over the parties and their attorneys ends when this proceeding is terminated. A proceeding is terminated only after a final order is entered and either all appellate proceedings have been resolved or the time for filing an appeal has passed without filing of any appeal.

The parties may agree that archival copies of evidence and briefs may be retained, subject to compliance with agreed safeguards. Otherwise, within 30 days after the final termination of this proceeding, the parties and their attorneys shall return to each disclosing party the protected information disclosed during the proceeding, and shall include any briefs, memoranda, summaries, and the like, which discuss or in any way refer to such information. In the alternative, the disclosing party or its attorney may make a written request that such materials be destroyed rather than returned.

# 16) Other Rights of the Parties and Attorneys.

This order shall not preclude the parties or their attorneys from making any applicable claims of privilege during discovery or at trial. Nor shall the order preclude the filling of any motion with the Board for relief from a particular provision of this order or for additional protections not provided by this order.

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By Agreement of the Following, effective	November 2003, sert signature date]  Pital Ray GUTTAR Company
[print or type name and title of individual signing for plaintiff]  Sure M. Jovan [print or type name and law firm of attorney for plaintiff]  Toyce M. Fenaro  Pennie + Edmonds LLP  Attorney for Opposer  Virgin Enterprises Limited	[print or type name and title of individual signing for defendant]  [print or type name and law firm of Corporate Counsel attorney for defendant]  [AND SOLATE COUNSEL attorney for defendant]
By Order of the Board, effective	

[print or type name and title of Board attorney or judge imposing order]



1 04-08-2004 2 UNITED STATES PATENT AND TRADEMARK OFFICE U.S. Patent & TMOfc/TM Mail Rcpt Dt. #22 BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD 3 VIRGIN ENTERPRISES LIMITED, 4 91154392 5 Opposer, Opposition No. 6 ORIGINAL v. 7 KAY GUITAR COMPANY, 8 9 Applicant. 10 11 October 23, 2003 12 11:15 a.m. 13 Deposition of HOWARD HANDLER, 14 15 taken by Opposer, pursuant to Notice, at the offices of PENNIE & EDMONDS, LLP, 1155 Avenue of 16 17 the Americas, New York, New York, before BARBARA R. ZELTMAN, a Professional Shorthand 18 19 Reporter and Notary Public within and for the 20 State of New York. 21 DAVID FELDMAN & ASSOCIATES (USA) 22 23 575 Madison Avenue

New York, New York 10022

(212) 921-0771 Fax: (212) 605-0508

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1		
2	I N D E X	
3	BY:	PAGE
4	EXAMINATION BY MS. LESSER	4
5	EXAMINATION BI MS. LESSER	3
6		
7		
8	EXHIBITS	
9	No.	PAGE
10	Opposer Exhibit 1 sales and information brochure	5
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12	Opposer Exhibit 2 Virgin Mobile USA Website	8
13	Virgin Mobile OSA Website	
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15	Sam Goody Website	
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21	weekly circular from circuit city	
22	Opposer Exhibit 7	17
23	packaged phone	
24	Opposer Exhibit 8	17
25	packaged phone	

### HOWARD HANDLER,

having been first duly sworn by Barbara R. Zeltman,
Notary Public, was examined and testified as follows:

EXAMINATION BY MS. LESSER:

Q Would you please state your name for the record.

A Yes. Howard Handler.

Q By whom are you employed?

A Virgin Mobile USA, LLC.

Q What is your position?

A Chief marketing officer.

Q How long have you held that position?

A For eleven months.

Q I am going to ask you to briefly summarize for us your earlier jobs and experience.

A Yes. I have been a marketer and a media executor for about 18 years across a handful of industries; package goods, cable television, sports, late night comedy. I worked for Quaker Oats, Saturday Night Live, MTV and National Football League.

Q Have all these positions been in

1	HOWARD HANDLER
2	marketing?
3	A My most recent position was as chief
4	executive of a startup cable network called
5	Burley Bear.
6	Q Can you briefly summarize your job
7	responsibilities at Virgin Mobile USA?
8	A Yes. I am the senior executive of the
9	company, responsible for all marketing,
10	promotion, sales, advertising and consumer
11	retention efforts.
12	Q How long has Virgin Mobile USA been
13	around?
L 4	A Virgin Mobile USA was established in
15	July of '02.
16	(Opposer Exhibit 1, sales and
17	information brochure, was marked for
18	Identification.)
19	Q I am going to put before you what will
20	be marked as Exhibit 1.
21	Mr. Handler, we have before you what
22	we've identified as Exhibit 1. Can you
23	identify this particular document for the
2.4	record?

A Yes. That's a sales and information

# HOWARD HANDLER 1 brochure for us. 2 By "us," you mean Virgin Mobile USA? 3 That's correct. Α 4 Do you maintain copies of this 5 particular document? 6 Α Thousands. 7 Where are they kept? 8 0 They are kept in our different 9 offices. We have several offices across the 10 USA. 11 And what is the purpose of this 12 13 document? 14 It may carry presentation materials, selling materials. It's a good carrying 15 piece to associate us among our different 16 business partners and retailers and prospects 17 and so on. Members of the press, media, and 18 19 so on. 2.0 I think you've answered my next 21 question, which is who receives this 22 document? Members of the press, prospects, 23 current partners. It's a way of packaging 24

different materials, documents.

Q	What	do	you	mean	bу	"current
partn	ners"?					

A We have I think 18 retail partners across the country. We have a very significant strategic partnership with MTV Networks. We have many different vendors and kind of trade partners, our billing partner, our ad agency, you know.

Q You mentioned your partnership with MTV. Can you explain that a little bit?

A Yes, we have an exclusive three-year partnership with MTV that involves the delivery of various forms of content on our handsets as well as the use of media across their television networks, programming and media and so on. And in fact as we speak, we are launching an MTV-branded Virgin Mobile handset. So this is, you know -- flip it over, it says, you know, "branded as MTV." So we have kind of a very deep relationship with them.

We are the only place you can get this content in the wireless universe.

Q What do you mean by "content?"

A Ring tones, different games, different information services. You can get your MTV news on our handsets. You can play games, you can Ask Ozzie, you can get a Sponge Bob Deep Sea Thought of the Day. All kinds of fun stuff that's kind of musical and kind of pop culture in its orientation.

Q I'm going to put before you what will be marked as Exhibit 2.

(Opposer Exhibit 2, Virgin Mobile USA Website, was marked for Identification.)

THE WITNESS: The other thing that we do with MTV is they create promotional spots, you know, commercials that run across their networks that advertise the actual content that we have on our network. So if you want to vote for your favorite video or, you know, your favorite movie star, whatever, it's advertised on MTV and VH1 and you know people are actually able to access that on their handsets or our Website and so on.

- Q So does Virgin Mobile USA also have a separate relationship with VH1?
- A MTV Networks encompasses MTV, MTV 2,

VH1, Nickelodeon and so on.

Q You mentioned promotions.

types of promotions other than through MTV?

A Yes. We are very regularly promoting our service with our retail partners. So for example with Sam Goody, they'll advertise us in a particular promotion we may have, via a Virgin Mobile phone and get a free CD or

Does Virgin Mobile USA do any other

something like that. You know, you'll walk
up to a Virgin Mega Store and you will see on
the front window our back to school offer,
why it's a good time to buy your Virgin

Mobile phone, and so on.

Q Are Sam Goody and Virgin Mega Store two of your retail partners?

A Two of our biggest and best, yes.

Q How long have they been your retail partners?

A Since the beginnings of the business.

Q If you will please take a look at what's been marked Exhibit 2.

Can you identify that document for the record?

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1		HOWARD HANDLER
2	A	Yeah, that's the home page of our
3	Website	e, virginmobileusa.com.
4	Q	Can you look at the pages that follow
5	it.	
6	А	Sure.
7		These are various screen shots as you
8	navigat	te around the Website.
9	Q	Are you familiar with the Website?
10	А	Yes. It's under my management.
11	Q	Do these appear to be true and
12	accurat	te copies of the pages from the
13	Website	e?
14	A	They absolutely are.
15	Q	Can you please take a look at what is
16	marked	as the "Find a Store Search Results."
17	A	Right here.
18	Q	Is this an accurate representation of
19	either	some or all of the stores?
20	A	It is, actually.
21	Q	Can you look at the pages that follow,
22	Find a	Store that's captioned for Media
23	Release	e?
24	A	Yes, various press releases.
25	Q	Are these available on the Website?

1		HOWARD HANDLER
2	А	I don't remember. I don't think so.
3	Q	Are these press releases of Virgin
4	Mobile	USA?
5	А	Yes.
6	Q	Are you familiar with these press
7	release	es?
8	A	Yes, I am.
9	Q	Does the company keep these press
10	release	es in-house?
11	A	Yes, we do.
12	Q	Where are they kept?
13	А	We have a press and public relations
14	depart	ment with a handful of executives that
15	handle	that, and we also employ a PR agency,
16	Cooper	Katz, here in New York that manages
17	relatio	onships with the media and so on.
18	Q	Does Virgin Mobile USA do any
19	adverti	ising?
20	А	Yes, quite a bit.
21	Q	Who is responsible for advertising
22	in-hous	se at Virgin Mobile USA?
23	A	Ultimately I am. There is a group of
24	people	who are kind of responsible for that

directly, but you know, we use all different

forms of media; television, radio, print, outdoor, web-based, cinema. And we consistently advertise 12 months a year.

Q Would you be able to state for the record the types of print publications in which the products and services are advertised?

A Yes, over the last year you would have seen "Virgin Mobile" advertised in "Rolling Stone", "Vibe", "Teen People", "Teen Vogue", "The Fader", "MTV Magazine". You know, youthfully-targeted music-oriented types of magazines.

Q And you mentioned that "Virgin Mobile" advertised on air.

What types of programs carry those things?

A Let me start with the networks. We are on MTV, MTV2, VH1, BET, Comedy Central. We are also on shows like Saturday Night Live, Late Night with Conan O'Brien, Late Show with Craig Kilborn, Mad TV. You could have seen us on the WB or UPN, on some of those kind of youth-oriented shows.

### HOWARD HANDLER 1 You keep mentioning youth-oriented 2 Q 3 shows. "Virgin Mobile" specifically targets 4 to the youth market? 5 Yeah, our communication target is 6 about 14 to 24. Although our user profile is 7 much broader. 8 You also mentioned radio. 9 Q 10 Α Yes. Where are radio ads placed? 11 Q Different rock and roll stations and 12 Α hip hop stations and so on across as many as 13 33 markets, you know, 33 major markets. 14 Is that available in New York? 15 0 So New York would be on K Rock. 16 Α Yes. What about California? 17 0 Also K Rock in Los Angeles and KFOG up 18 Α 19 in San Francisco. All the radio stations 20 that young people listen to. 21 Do you chiefly oversee the placement 0 22 of these radio, television and print ads? 23 We have people that do that as kind of a full-time endeavor, and we work in 24

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conjunction with our advertising agency and

1	HOWARD HANDLER
2	our media buying agency.
3	MS. LESSER: Off the record a second.
4	(Discussion off the record.)
5	MS. LESSER: Can you mark this as the
6	next exhibit.
7	(Opposer Exhibit 3, Sam Goody Website,
8	was marked for Identification.)
9	Q Can you identify what's been placed
10	before you as Exhibit 3?
11	A Yes. This is where you would find our
12	phones and accessories for sale on the Sam
13	Goody Website.
14	Q Are you familiar with that Website?
15	A Sure. Absolutely. An important
16	selling channel for us.
17	Q Do you review the Websites of your
18	selling partners?
19	A Absolutely. Review the selling
20	materials and Websites for every partner.
21	Q Does that appear to be a true and
22	accurate representation of a download of the
23	samgoody.com Website?
24	A Yes, it does.
25	Q What is coop advertising?

A Coop advertising is where you partner up with one of your retail partners and you each kick money in to create advertising for your product. So, you know, coop advertising would allow us to create circulars, you know, that get distributed through newspapers with people like Best Buy or Target or Sam Goody or Circuit City, like that.

- Q So does "Virgin Mobile" engage in any coop advertising?
- A Every single week.
  - Q With whom do they do coop advertising
- @? Which retail partners?

A Almost every one of our retail partners; Best Buy, Target, Sam Goody, Circuit City. Most recently we just brought in Trans World on board and they have music stores called Coconuts and FYE and places like that.

MS. LESSER: Will you mark these next three as three separate exhibits.

(Opposer Exhibit 4, weekly circular from Target, was marked for Identification.)

(Opposer Exhibit 5, weekly circular from Circuit City, was marked for Identification.)

(Opposer Exhibit 6, weekly circular from Circuit City, was marked for Identification.)

Q Mr. Handler, put before you what's been marked as Exhibits 4, 5 and 6.

Can you identify these three exhibits for us by exhibit number?

A Sure. Exhibit 4 is a typical weekly circular that you would see from Target in which our product is advertised.

Exhibit 5 is a typical circular from Circuit City in which our product is also advertised.

And Exhibit 6 is yet another circular from Circuit City in which we are advertised and promoted.

Q Are these circulars that have been identified as Exhibits 4 through 6 typical of the types of coop advertising placed by "Virgin Mobile" USA?

A Most typical, most extraordinarily

1	HOWARD HANDLER
2	typical, yes.
3	(Opposer Exhibit 7, packaged phone,
4	was marked for Identification.)
5	(Opposer Exhibit 8, packaged phone,
6	was marked for Identification.)
7	Q Mr. Handler, placed before you is
8	what's been identified as Exhibit 7 and 8.
9	A Yes.
10	Q Can you identify for the record these
11	documents or these exhibits?
12	A Yes. These are typical packages
13	containing our product.
14	Q You'll see, I believe on both of those
15	exhibits, it says there's a reference to
16	"extras"?
17	A Yes.
18	Q What are Virgin extras?
19	A Virgin extras are the nonvoice and
20	data services that we provide as part of our
21	service and that in particular, you know,
22	represents news, jokes, ring tones, you know,
23	all the different things that you do when you

are not talking on the phone. So all of our

MTV-oriented content and so on.

24

# HOWARD HANDLER 1 Is music available through Virgin 2 0 3 extras? Yes. You can listen to audio clips Α and you get access to information about the 5 musical artists and all kinds of good stuff 6 that relate to music. 7 MS. LESSER: That would be all. 8 Thank you, Mr. Handler. 9 10 (The deposition was concluded at 11 a.m.) 12 13 HOWARD HANDLER 14 Subscribed and sworn 15 to before me this 16 day of DECEMBER, 2003. 17 18 19 ublic 20 PURVI BHAGAT Notary Public - State of New Jersey No. 2302431 Qualified in Middlesex County My Commission Expires: July 2, 2006 21 22 23 24



1							
2	HOWARD HANDLER						
3	STATE OF NEW YORK ) PAGE of						
4	) ss: COUNTY OF NEW YORK )						
5	I wish to make the following changes,						
6	for the following reasons:						
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### CERTIFICATE

STATE OF NEW YORK )

: ss.

COUNTY OF NEW YORK )

I, BARBARA R. ZELTMAN, Shorthand
Reporter and Notary Public, within and for
the State of New York, do hereby certify:

That HOWARD HANDLER, the witness whose deposition is hereinbefore set forth, was duly sworn by me and that such deposition is a true record of the testimony given by the witness.

I further certify that I am not related to any of the parties to this action by blood or marriage, and that I am in no way interested in the outcome of this matter.

IN WITNESS WHEREOF, I have hereunto set my hand this 2nd day of November, 2003.

BARBARA R. ZELTMAN

Court Reporter and Notary Public

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2 UNITED STATES PATENT AND TRADEMARK OFFICE 3 BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD 4 VIRGIN ENTERPRISES LIMITED, 5 Opposer, Opposition No. 91154392 6 ORIGINAL 7 v. 8 KAY GUITAR COMPANY, 9 04-08-2004 10 Applicant. U.S. Patent & TMOfc/TM Mail Rcpt Dt. #22 11 12 October 23, 2003 13 12:18 p.m. Deposition of MARK JAMES, 14 taken by Opposer, pursuant to Notice, at the 15 offices of PENNIE & EDMONDS, LLP, 1155 Avenue of 16 the Americas, New York, New York, before 17 BARBARA R. ZELTMAN, a Professional Shorthand 18 Reporter and Notary Public within and for the 19 20 State of New York. 21 22 DAVID FELDMAN & ASSOCIATES (USA)

23

24

25

575 Madison Avenue

New York, New York 10022

(212) 921-0771 Fax: (212) 605-0508

How long have you been with Virgin Management?

Just over four years now.

24

## MARK JAMES 1 What is your current job title? 2 Q It's intellectual property manager. 3 Does that relate to Virgin Management or Virgin Enterprises or is there a 5 difference? 6 Well, although I'm employed by Virgin 7 Α Management, all my work is for Enterprises, 8 which is the company within the Virgin group 9 which owns all the Virgin trademarks and 10 11 manages them. Can you briefly summarize your job 12 0 13 responsibilities? I am responsible for managing all the 14 legal aspects of the Virgin trademarks and 15 Virgin brand as a whole. 16 And what does that entail? 17 I suppose the three main areas, 18 there's the trademark prosecutions which is 19 the applications, registrations, renewals, 20 oppositions. That overlaps slightly with the 21 second part, which is brand enforcement, 22 protecting the trademarks against third-party 23 use, infringing use. And the third aspect is 24 licensing of the trademarks to the various 25

1	MARK JAMES
2	companies which use the Virgin brand and
3	trademarks.
4	Q Are you involved at all in these three
5	particular aspects, prosecution, brand
6	enforcement and licensing, with respect to
7	the use of the Virgin marks in the United
8	States?
9	A I am, yes.
10	Q Do you have the same responsibilities
11	internationally?
12	A That's correct, yes.
13	Q You mentioned "brand enforcement."
14	What does Virgin do with respect to
15	brand enforcement in the United States?
16	A Well, we instruct Pennie & Edmonds to
17	manage that for us.
18	Q Who is Pennie & Edmonds?
19	A That's the New York law firm we use.
20	MS. LESSER: Mark this Number 9.
21	(Opposer Exhibit 9, table of US
22	litigations, was marked for
23	Identification.)
24	(Opposer Exhibit 10, list of
25	opposition and cancellation actions, was

#### MARK JAMES

marked for Identification.)

Q Mr. James, putting before you what has been marked as Exhibit 9 and 10.

Can you look at Opposer's Exhibit 9 and identify that for the record?

A Yes, this looks like it's a table of US litigations prepared by Pennie & Edmonds, conducted in the name of Virgin Enterprises.

Q Are you familiar with the litigations listed on these pages in Exhibit 9?

A I'm familiar with almost all of them.

Some of them appear to predate my time at

Enterprises, but nevertheless some of those
do ring a bell. I do recognize them.

Q And what types of litigation is represented in this table?

A There's quite a few domain name matters where we had a few infringements on domain name and use.

There's a few more general use actions. Some are Virgin Petroleum. I remember this being a Virgin-branded petrol station which we had to take action against.

Q To the best of your knowledge, does

# MARK JAMES 1 2 Virgin routinely take action against third-party domain names which utilize Virgin 3 as part of the domain name? It depends -- well, there's just so 5 many registrations, we don't take action 6 against all of them. It depends on a number 7 of factors. To the best of your knowledge, does 9 10 this list as identified as Exhibit 9 11 accurately reflect up to the present the 12 actions which Virgin has undertaken to protect its Virgin trademark and service 13 14 mark? 15 Α Certainly with GTLD's. I mean, for example, in the UK --16 17 This question only relates to the US. 18 Yes, certainly the US. 19 Mr. James, would you please -- I'm going to refer you to Exhibit 10. 20 21 Can you please identify that exhibit 22 for the record. This is a list of opposition and 23 24 cancellation actions which have been filed by 25 Virgin Enterprises for the last few years.

# 1 MARK JAMES 2 This list, again, is prepared by Pennie & 3 Edmonds.

- Q Are you familiar with the actions that are listed on this report?
- A I'm familiar with almost all of them.

  Again, a few of them appear to predate my

  time at Virgin Enterprises, but nevertheless,

  I do still recognize some of those.
- Q Does Virgin routinely take action against third-party attempts to register Virgin as a trademark or service mark in the United States?
  - A Absolutely.
  - Q Why is that?
- A Well, we have to protect the trademarks and the brand and the value of the brand. For one thing, we have many licensee companies which use the trademarks. We kind of have obligations to them to protect the marks. They are paying a royalty to use them. So if a third party is using these marks, it's our duty to stop them.
- Q What are your responsibilities with respect to licensing of the Virgin trademark

#### MARK JAMES

and service mark?

A First of all, negotiating the terms of new license agreements with licensees, then also managing the trademark licenses we have in place. That includes dealing with requests, inquiries by licensees as to what they can or cannot do and whether they want to maybe extend the scope of their license a certain way and also ensuring that they are not acting outside the scope of their license terms.

Q Can you identify the current licensees of the Virgin trademark and service mark in the United States?

A Those would be Virgin Atlantic
Airways, Virgin Mega stores, Radio Free
Virgin, Virgin Mobile, Virgin Pulse, Virgin
Limousines. Those are the ones currently
active in the US at least. Certain licensees
have rights which extend to the US, but they
may not be currently active here.

Q Has Virgin licensed its name with respect to music?

A Well, we have Virgin Records, which is

## MARK JAMES 1 2 a licensee of Virgin Enterprises. Although it's no longer part of the Virgin group, it 3 still uses the Virgin trademarks and licenses 5 from ourselves. 6 Has Virgin licensed its name with respect to retail services in the United 7 States? 8 The main one would be Virgin Mega 9 stores, which is, I suppose, an entertainment 10 11 superstore. 12 What do you mean by an "entertainment 13 superstore"? That would be the retail end of music, 14 Α records, CDs, as well as DVDs, videos, books. 15 16 Also electronic products, CD players. 17 And is all that pursuant to a license agreement with Virgin Enterprises? 18 19 Α Yes, that's right. 20 You mentioned Radio Free Virgin. Is there a specific license agreement 21 22 with Virgin for Radio Free Virgin? 23 Radio Free Virgin is actually Yes. 24 part of the Virgin Entertainment Group, which is the relevant group for Virgin Mega stores. 25

MARK	JAMES
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But we do have a separate license for Radio Free Virgin.

- Q You also mentioned Virgin Pulse.
  What is Virgin Pulse?
- A That's quite a new business which brands a range of consumer electronic products such as CD players, MP3 players, headphones, DVD players, things like that.
- Q Are all the products sold under the Virgin -- and I take it there is a specific license agreement with the Virgin Pulse entity for the use of the Virgin trademark?

A That's still being negotiated. It's yet to be finalized, but there is a license in the pipeline.

Q Are all of those products music electronics, such as DVD players as you mentioned, or are there other electronics that would not be used for entertainment?

A At the moment all the consumer electronic products are listed, but there is scope for the licensee to come and request additional products.

Q I am going to put before you what will

1	MARK JAMES
2	be identified as Exhibit 11.
3	(Opposer Exhibit 11, trademark report,
4	was marked for Identification.)
5	Q Mr. James, can you identify what has
6	been marked Exhibit 11 for the record?
7	A This is a trademark report prepared by
8	Pennie & Edmonds and it's a list of all the
9	US trademark applications and registrations
10	in the name of Virgin Enterprises Limited.
11	Q Are you familiar with this document?
12	A Yes, I am.
13	Q Do you believe this document
14	accurately reflects the current US trademark
15	portfolio?
16	A Yes, I do.
17	Q In the scope of your job
18	responsibilities, do you have occasion to
19	deal with the term "branding"?
20	A Well, I always see my role as managing
21	the legal aspects of the branding.
22	Q To your knowledge, what does
23	"branding" mean?
24	A Well, I suppose one definition is that
25	it's a way to identify the origin of goods

1	MARK JAMES
2	and services, kind of guarantee where those
3	goods and services are coming from, and I
4	suppose trademark registrations are the best
5	way to do that.
6	(A brief recess was taken.)
7	(Opposer Exhibit 12, pages from
8	virgin.com Website, was marked for
9	Identification.)
10	Q Mr. James, I put before you what has
11	been marked as Exhibit 12.
12	Can you identify this exhibit for the
13	record?
14	A Yes, this is a printout of pages from
15	the virgin.com Websites.
16	At the top we've got the virgin.com US
17	home page which shows some of the US
18	licensees.
19	Q Are those the same licensees that you
20	had identified earlier in this deposition?
21	A That's right.
22	I mean, I forgot to mention Virgin
23	Vacations, which is kind of connected to
24	Virgin Atlantic.
25	Virgin Records isn't here. As I also

# MARK JAMES

mentioned, that's no longer part of the Virgin group of companies.

- Q However, that is a licensee?
- A It's still a licensee. The fact that it's not a member of the Virgin group would explain why it's not on the virgin.com US home page.
- Q So does the dot com home page list the Virgin group of companies? Is that correct?

  A The US page does. I know for example the UK home page also has Virgin Radio, which is a UK-based radio station. That's no

longer part of the Virgin group of companies, but they've still chosen to be included on the Website.

Q But does the Virgin Website break down by specific countries; is that correct?

A You can break down by either by the countries, territories, by the companies themselves or by the areas, such as travel entertainment and mobiles. I believe it would be fair to say for the US, our licensees are kind of focused on the entertainment side of things.

#### MARK JAMES

Q On your review of this document, does this appear to be a true and accurate copy of the download of the US home page and site?

A Yes, it does.

Q You mentioned that in the US the focus appears to be on entertainment.

What do you mean by that?

A Well, I mean the Virgin Mega stores is one of our biggest licensees here. They run the entertainment superstores. Radio Free Virgin is about Internet streaming of music, various genres of music streaming from the radio stations within the Virgin Mega stores around the world, including the US.

Virgin Mobile has a real tie-in affiliation with MTV and other sort of music providers.

Virgin Pulse is definitely about electronic consumer products which are largely for entertainment purposes.

And Virgin Atlantic Airways is well-known for its in-flight entertainment at the same time. They were the first airline to provide seat-back TVs on all of their

1	MARK JAMES
2	planes. First airline in the world to do
3	that.
4	And also Virgin Records which is a
5	record company and publisher.
6	Q And all of these entities are
7	authorized licensees of Virgin Entertainment;
8	is that correct?
9	A Virgin Enterprises, that's correct,
10	yes.
11	MS. LESSER: Thank you very much,
12	Mr. James.
13	(The deposition was concluded at 12:57
14	p.m.)
15	Mare Jamos
16	MARK JAMES
17	
18	Subscribed and sworn
19	to before me this  28th day of Navember, 2003
20	at 120 Compiler Hill Rd. Loder WB
21	Roon Dovies
22	Notary Public  7672 Looks WA
23	MY GAMUSTON EXPIRES
24	AT DEATH.
25	

1	
2	MARK JAMES
3	STATE OF NEW YORK ) PAGE of
3	) ss:  COUNTY OF NEW YORK )
5	
	I wish to make the following changes,
6	for the following reasons:
7	PAGE LINE
8	CHANGE:
9	REASON:
10	CHANGE:
11	REASON:
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13	REASON:
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19	REASON:
20	CHANGE:
21	REASON:
22	
23	Witness's signature Date
24	
25	

CERTIFICATE

STATE OF NEW YORK

: ss.

COUNTY OF NEW YORK )

I, BARBARA R. ZELTMAN, Shorthand
Reporter and Notary Public, within and for
the State of New York, do hereby certify:

That MARK JAMES, the witness whose deposition is hereinbefore set forth, was duly sworn by me and that such deposition is a true record of the testimony given by the witness.

I further certify that I am not related to any of the parties to this action by blood or marriage, and that I am in no way interested in the outcome of this matter.

IN WITNESS WHEREOF, I have hereunto set my hand this 2nd day of November, 2003.

BARBARA R. ZELTMAN

Court Reporter and Notary Public

**⊗** 

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2	IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
3	BEFORE THE TRADEMARK TRIAL AND APPEAL BOND
4	x
5	VIRGIN ENTERPRISES LIMITED,
6	Opposer,
7	v. Opposition No. 91154392
8	KAY GUITAR COMPANY,
9	Applicant.
10	x
11	
12	DEPOSITION OF ANDREA MORENO
13	
14	New York, New York
15	Tuesday, October 28, 2003
16	
17	
18	Commence of the Commence of th
19	04-08-2004 U.S. Patent & TMOfc/TM Mail Rept Dt. #22
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22	<u>;</u>
23	DAVID FELDMAN & ASSOCIATES (USA)
24	575 Madison Avenue  New York, New York 10022  (212) 921-0771 Fax: (212) 605-0508

COPY

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October 28, 2003

10:31 A.M.

DEPOSITION of ANDREA MORENO, taken by
Opposer, pursuant to notice, at the offices of
Pennie & Edmonds, 1155 Avenue of the Americas,
New York, New York, before Kathy S. Klepfer, a
Registered Merit Reporter and Notary Public of
the State of New York.

APPEARANCES

PENNIE & EDMONDS, LLP Attorneys for Opposer

1155 Avenue of the Americas

New York, New York 10036-2711

BY: JACQUELINE M. LESSER, ESQ.

JOYCE M. FERRARO, ESQ.

1	Andrea Moreno				
2	(Time noted: 10:31 A.M.)				
3	ANDREA MORENO, called as a				
4	witness, having been duly sworn by a Notary				
5	Public, was examined and testified as				
6	follows:				
7	EXAMINATION BY				
8	MS. LESSER:				
9	Q. Would you state your name for the				
10	record?				
11	A. Andrea Moreno.				
12	Q. And by whom are you employed?				
13	A. Virgin Entertainment Group.				
14	Q. And how long have you been employed by				
15	Virgin Entertainment Group?				
16	A. Eight years.				
17	Q. And what is Virgin Entertainment				
18	Group? What do they do?				
19	A. It's a part of the whole of the Virgin				
20	group. There's three other companies. It's				
21	Virgin Megastores and Virgin Pulse I'm sorry,				
22	VirginMega.com and Radio-Free Virgin.				
23	Q. And those are all part of the Virgin				
24	Entertainment Group?				
25	A. Yes.				

- Q. And what is Virgin Megastore?
- A. And Virgin Megastores are the 23 stores in the United States that sell music and DVDs and books.
  - Q. And what is VirginMega.com?
- A. VirginMega.com is a website powered by Amazon, and it's -- VirginMega.com is really a Virgin skin over an Amazon background.
- Q. Does that mean that you can purchase products sold in the Virgin Megastores on line through the site?
  - A. Yes.

- Q. And what is Radio-Free Virgin, just generally?
- A. Radio-Free Virgin is a free and fee-based Internet music streaming service.
- Q. And as an employee of Virgin

  Entertainment Group, do you work for one or more
  of these three entities yourself?
  - A. I work for the megastores.
- Q. And how long have you worked for the megastores?
  - A. Eight years.
  - Q. And what is your current job title?

DAVID FELDMAN & ASSOCIATES (USA) (212) 921-0771

- A. Senior Field Marketing Manager.
- Q. And how long have you held that position?
- A. For about two years, and before that I was Field Marketing Manager.
- Q. Can you briefly summarize your job responsibilities in your current job at the Virgin Megastore?
- A. Yes. I sell co-op advertising. I sell visibility inside the stores, inside the megastores; I do sponsorships and festivals; I do in-store events; I oversee three field marketing managers and one assistant; I look over ten of the megastores on the East Coast and the Central region.
- Q. In what states are the megastores located, if you know?
- A. Illinois, New York, Florida, Texas, New Orleans, California, Nevada, Utah and Massachusetts.
  - Q. Anyplace else? Is that it?
  - A. There's one in Canada.
- Q. You mentioned that you are responsible for co-op ads. Could you explain for the record

what a co-op ad is?

A. A co-op ad is when I sell advertising space in a Virgin Megastore creative, I sell them a spot for a record and they pay for it.

Basically, we create and book it.

(Exhibit 28, a co-op ad placed in Timeout Magazine; Exhibit 29, a co-op ad placed in the Village Voice; Exhibit 30, a co-op ad for an in-store performance; and Exhibit 31, a Village Voice campaign ad, marked for identification, as of this date.)

Q. Ms. Moreno, I'm going to put before you what have been marked as Exhibits 28, 29, 30 and 31.

Can you identify for the record Exhibit 28?

- A. Yes, that's an ad that was co-oped through home office, actually placed in Timeout Magazine.
- Q. Is this one of the co-op ads that you were speaking about a few minutes ago?
  - A. Yes.
- Q. And you mentioned it was placed in Timeout Magazine. How do you know that?

#### Andrea Moreno 1 Just, I recognize it. Actually this 2 Α. one does say Timeout New York on it. 3 Does that appear to be a page torn out Q. 5 of the Timeout Magazine? 6 Α. Yes. And do you know what month that would 7 0. have run in Timeout Magazine? 8 Α. October. 9 And how do you know that? 10 0. Our sale dates are written on the ad 11 Α. 12 and it's written on the back of the magazine. By written on the back of the 13 Q. magazine, do you mean it was printed --14 Printed on the back page. 15 Α. Okay. And you are familiar with the 16 0. 17 ad? Yes. 18 Α. And is this one of the types of co-op 19 Q. ads that you are responsible for? 20 21 Α. Yes. And how long have you been responsible 22 at Virgin Megastore for the co-op 23

For about six years.

advertisements?

Α.

24

- Q. And do you consider this ad representative of the types of co-op advertisements placed by Virgin Megastore?
  - A. Yes.
- Q. Are these ads placed throughout the country by Virgin Megastore, to the best of your knowledge?
  - A. Yes.
- Q. Can you look at Exhibit No. 29 and identify that for the record?
- A. Okay. This is another ad that we co-oped locally, and this was a Village Voice ad.
- Q. And when you say co-op locally, what do you mean by locally?
- A. Just we -- sometimes the home office will co-op ads that run in New York publications, but we also sell them locally, I'll sell them or my marketing manager in Union Square will sell them -- will co-op them to the vendors.
- Q. You mentioned vendors. What do you mean by vendors?
  - A. The vendors are any of our partners

that we sell their product in the stores, whether it be the music labels or distributors, the DVD distributors, the book publishers, the games companies, any line that we sell in the store.

- Q. And can you take a look at Exhibit No. 30 and identify that exhibit for the record?
- A. Okay. This is another ad that we booked locally here in New York, co-oped it for an in-store performance.
  - Q. What is an in-store performance?
- A. In-store performance is when we book a band to play live inside the stores, inside the megastores, or do an autograph signing, and we have these frequently with rock bands and different types of acts.
- Q. And as part of your job responsibilities are you responsible for in-store performances?
  - A. Yes.
- Q. So you are responsible for booking these bands for these in-store performances?
  - A. Yes.
    - Q. Do you know where that co-op ad ran?

- A. In the Village Voice.
- Q. And how do you know that?
- A. This one I just recognize, plus we actually -- oh, and there's one on the back page that we have a Voice logo; we allowed them to put a logo in the ad.
- Q. So the Voice logo is included in the ad?
  - A. Yes.

- Q. And how long have you in your current job, or in any of your jobs at the Virgin Megastores even prior to your current position two years ago, how long have you been involved in in-store promotions, booking bands for the megastore?
  - A. For over six years.
- Q. And is your role specific to one specific megastore or a group of megastores, Virgin Megastores?
- A. A group of megastores. I oversee ten megastores and I book for the three New York stores, which is Union Square, Times Square and Long Island, and then I oversee the three field marketing managers book the bands for the other

ten.

- Q. What types of bands are typically booked for these events?
- A. Mainly rock bands, performances, new artist, emerging artist or, in Times Square, famous mainstream pop bands.
- Q. And has, for the past six years,

  Virgin Megastore placed co-op ads alerting the

  public to a particular in-store performance?
  - A. Yes.
- Q. Can you take a look at what has been marked as Exhibit 31? Is that 31?
  - A. Yes.
- Q. Can you identify this document for the record?
- A. Okay. This is also a Village Voice ad. This is a co-op ad that was booked from home office, and it's known as our campaign ad.
  - Q. And what do you mean by a campaign ad?
- A. We have different monthly campaigns, and this particular month it was the \$10 sale, and within this ad I actually have a local insertion where I booked a portion of the ad myself for a book signing that we're having.

1	Andrea Moreno
2	Q. Okay. And this is a \$10 sale of what?
3	A. CDs, compact discs, and there's also a
4	DVD sale within the ad as well.
5	Q. And do you know in what publications
6	this ad ran or is running?
7	A. This is Village Voice.
8	Q. And do you know the dates of this
9	particular ad?
10	A. This was October 22nd, I believe.
11	This actually doesn't have the oh, yes, it
12	does. Sorry. The dates are on the back page,
13	and it also says Village-Voice.
14	Q. What are the dates of this ad?
15	A. The sale dates are October
16	Q. Is the sale going on now?
17	Δ Δ+ 9/30 +o 11/03

Q. We have a few days before the sale so I know to go.

- (Exhibit 32, a Timeout ad for an in-store performance of Donna D'Cruz, marked for identification, as of this date.)
- Q. Can you identify what has been marked as Exhibit 32 for the record?
  - A. This is a Timeout ad that I booked for

an in-store performance that happened yesterday.

- Q. And who was the artist who performed?
- A. Donna D'Cruz.
- Q. And when you have specific in-store performance, are there any other promotions that are tied to the in-store performances in terms of products or --
- A. Yes. Sometimes, for example, with this one, we gave away an aromatherapy candle with purchase, but we do give-aways frequently with -- for example, like an autographed signed guitar from the bands, which if they have a new release coming out, a band will have -- recently we had Stereophonics, so one of the band members will autograph a guitar and we'll use it as an enter-to-win contest.

### Q. Okay.

(Exhibit 33, an in-store flier, marked for identification, as of this date.)

MS. LESSER: I'm going to mark the next exhibit, which is Exhibit 33, I will represent as a flier, but because of the size of the flier and the fact that the text covers the entire flier, in order not to

obscure any of the text, we are marking into the record a true and accurate -- or, I will have the witness look at both to determine whether it is a true and accurate representation of what's on the flier.

Opposing counsel is not here to cross or physically examine at this point.

However, we will make the original available for inspection for opposing counsel should they want to visually examine the original for which they were noticed upon this deposition and could have done so today, but we will still make it available to them should they have any concerns.

But simply so that we do not obscure any of the text, we are going to try to mark into the record here a copy.

- Q. Ms. Moreno, I'm going to put before you what has been identified as Exhibit No. 33. Could you identify that --
  - A. Okay.
  - Q. -- for the record?
- A. This is an in-store flier that we have in the megastores to bag stuff or on-the-counter

displays for consumers to take, and it's touting our in-store performance. These are rock bands that perform this week in both the Union Square and Times Square locations.

Q. Are you familiar with this particular in-store --

Is it a flier?

A. Yes.

- Q. Are you familiar with this particular in-store flier?
  - A. Yes.
- Q. I will represent to you that this is -- I'm handing you now what was the actual flier and what you were looking at is a photocopy of it.

Is the photocopy which we have marked into evidence a true and accurate representation of what appears to be the actual flier?

- A. Yes.
- Q. And is this a specific -- how often do you do this specific event?
- A. This was the CMJ Music Marathon sponsorship, and as part of that we do in-store performances throughout the week. So this is a

# 1 Andrea Moreno yearly thing, and we sponsored it for four or 2 five years in a row. 3 When you sponsored it, you mean the CMJ Music Marathon? 5 Α. Yes. 6 What is CMJ? 7 0. CMJ is a College Music Journal, that's what it stands for, but the music marathon is a 9 festival and convention that happens every year 10 basically to promote emerging artists and 11 developing bands, independent bands, and that's 12 something that Virgin is behind. 13 14

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- Q. Do the events relating to the CMJ

  Music Marathon only occur at the Times Square

  store or at other stores as well?
- A. At the Union Square store as well.

  And then there are the bands that perform around
  50 clubs around New York City between the four
  days of the conference.
- Q. Would you know what the most popular Virgin Megastore is, where it would be located?
- A. That would be our flagship store, Times Square.
  - Q. And how do you know that?

- A. We get daily and weekly sales figures and traffic numbers.
  - Q. What do you mean by traffic numbers?
- A. Number of people walking through the doors as well as the number of people buying product in the stores and their sales per transaction.
- Q. Would you know the traffic figures to the Times Square Megastore?
- A. Yes. I have them on a weekly and a monthly basis.
- Q. Could you, for the record, state what the monthly and weekly traffic to the Times

  Square Virgin Megastore is?
- A. Okay. For Times Square it's averaging 70 to 95,000 per week and 250 to 350,000 per month.
  - Q. And how do you know that?
- A. This is based on reports that are generated to me through home office.
- Q. And by home office, do you mean the Virgin Entertainment Group?
  - A. Yes, based in LA.
  - Q. And do you receive these reports on a

2 regular basis?

- A. Yes.
- Q. And why do you receive these reports?
- A. I use these reports for several reasons. For the traffic reports, I look at traffic within the megastores that I oversee to gauge whether promotions are effective and when we need to concentrate on traffic-driving promotions.
- Q. And what are traffic-driving promotions?
- A. They can be anything from using outside street teams, going to clubs and sponsoring nights where we use bounce-back coupons to drive people back into the stores, could be an in-store performance.
- Q. What are bounce-back drive-back coupons?
- A. Bounce-back coupons are basically just an offer that tries to get the consumer to come into the store to use that offer in the megastores. Could be a 10 percent off or \$4 off coupon.

(Exhibit 34, Virgin Recommends

stickers, marked for identification, as of this date.)

- Q. Ms. Moreno, you mentioned the vendors for the megastore earlier, so I take it you are familiar with the products sold by the Virgin Megastore?
  - A. Yes.

2.0

- Q. And what types of products are sold by the Virgin Megastore?
- A. Compact discs, DVDs, books, games, accessories, and then we also sell Pulse products, Virgin Pulse products inside the stores and Virgin Mobile products.
  - Q. What are Virgin Pulse products?
- A. It's a line of electronics, affordable electronics.
- Q. Are they produced by the Virgin Entertainment Group or Virgin Megastores?
  - A. No.
- Q. How is it that they use the name and mark Virgin, do you know?
- A. It's Virgin Pulse and Virgin Mobile are part of the Virgin group as a whole as well as Virgin Entertainment Group is one of the

Virgin groups.

- Q. Are all of the products that are sold by the Virgin Megastore marked with any types of labels or other indications that they have been purchased at the Virgin Megastore?
  - A. Yes.
- Q. I'm going to place before you what has been marked as Exhibit No. 34. Can you identify this exhibit for the record?
- A. Yes, these are Virgin Recommends stickers placed on a line of CDs that we carry and recommend and Virgin Recommends is also sort of a promotion that we do.
  - Q. And who makes these recommendations?
  - A. The Virgin staff.
- Q. And are you familiar with those particular labels?
  - A. Yes.

(Exhibit 35, Virgin sale price stickers, marked for identification, as of this date.)

Q. I'm going to place before you what has been identified as Exhibit No. 35. Can you identify this for the record?

- A. Yes, these are Virgin sale price stickers that we use in the megastores for sale product.
- Q. And on what types of products do you place these stickers?
- A. This could be on any of our products, books, CDs, DVDs, games, accessories.
- Q. You mentioned books. What types of books are sold at the Virgin Megastore?
- A. We have all types of books, graphic novels, fiction, non-fiction, music books and magazines.
- Q. When you say music books, are you -- what types of books are you talking about?
- A. We have a full section of guitar books. We have all kinds of for piano and vocals, whatnot. But there's a full line of guitar books, whether it be instruction or history of. We have sheet music as well.

(Exhibit 36, a Virgin book on Virgin Publishing, marked for identification, as of this date.)

Q. I'm going to place before you what has been marked as Exhibit No. 36. Can you identify

this exhibit for the record?

- A. Yes, this is a book that I brought and bought that we carry at the Virgin Megastores, and it's a Virgin book on Virgin Publishing.
- Q. You say brought and bought. Where did you bring this from, or, rather, where did you buy this from?
- A. I bought this from the Times Square Virgin Megastore yesterday.
- Q. Is this a book that's carried by the Virgin Megastore?
  - A. Yes.
- Q. And you mention that it's, I think, has a Virgin imprint on it. What do you mean by that?
- A. It's identified as a Virgin book, so it's out of Virgin Publishing, and there's a line -- there's a series of books that are called the Virgin Encyclopedia that they have and that we carry in the stores.
  - MS. LESSER: I would like to state for the record that we are going to enter into evidence the cover of this book and the preface for this book, but out of

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convenience for the Board and to save space, we are not going to enter the complete book into the record.

I will show the witness the book so she can authenticate the exhibit, and although opposing counsel has chosen not to appear at this deposition and examine these exhibits at this time, we will let opposing counsel know that they are, of course, free to come and examine the actual copy of the book, which will remain in our offices, and will of course receive the facsimile copy of the pages, which we will submit in view of the trademark trial and Appeal Board's preference for flat exhibits and exhibits that are not bulky if there is no specific relevance to the bulk of the exhibit.

Q. So, with that in mind, Ms. Moreno, could you -- I'm going to put before you what I will represent as the book that you brought with you, and if you can take a look at the book and the marked exhibit and state for the record whether the exhibit is a true and accurate representation of the cover of the book and the

# Andrea Moreno 1 2 preface for the book. 3 Α. Yes. (Exhibit 37, a Lenny Kravitz cassette, and Exhibit 38, a Mike Oldfield CD, marked 5 for identification, as of this date.) 6 You mentioned earlier that Virgin 7 0. Megastore also carries CDs and other music. 8 you identify for the record what has been marked 9 as Exhibits Number 37 and Number 38? 10 This is a Lenny Kravitz cassette 11 Α. Yes. 12 and Mike Oldfield CD, and we carry them both in our megastores. 13 You earlier mentioned, when we were 14 0. discussing co-op advertisements, record labels. 15 16 What do you mean by record labels? Well, for example, these are both on 17 Α. 18 the Virgin record label. There are five major distribution companies with labels under their 19 umbrella, so this would be under the EMD 20 21 umbrella, Virgin Records. Does the Virgin Megastore carry all of 22

A. Yes.

the five major labels?

23

24

25

Q. Including the Virgin label?

A. Yes.

(Exhibit 39, a guitar book, marked for identification, as of this date.)

- Q. You mentioned earlier that the Virgin Megastore sells a line of books, including guitar books, specifically. Can you identify what has been marked as Exhibit 39 for the record?
- A. Yes, this is a sampling of one of
  the -- it's a little kind of book that's shaped
  like a guitar fret that was purchased from the
  Virgin Megastore, Times Square Virgin Megastore,
  on the 24th, and it's an example of one of the
  types of guitar books that we carry.

MS. LESSER: I'm also going to state for the record that, because of the bulk of this exhibit, we are putting into evidence a facsimile of the front of the exhibit and the sales receipt showing the purchase date to which the witness has just testified, and we'll indicate to opposing counsel, who has chosen not to be here for the deposition, that they may examine the actual product, which will remain in our offices.

- Q. Ms. Moreno, can you take a look at the product and the receipt and examine it, look at the copy that has been marked into evidence to determine whether or not the copy is a true and accurate representation of the actual guitar book?
  - A. Yes, it is.

(Exhibit 40, The Incredible Guitar Songbook, marked for identification, as of this date.)

- Q. I'm going to place before you what has been marked as Exhibit No. 40. Can you identify this exhibit for the record?
- A. This is another book that I purchased yesterday and brought in from the Virgin Megastore Times Square. It's another example of our section for guitar books.
  - Q. And what is this particular book?
- A. It's The Incredible Guitar Songbook, and it has sheet music inside.
- Q. Do you know how long the megastore has had a section for guitar and sheet music?
- A. I believe since we've opened, and that's been eight years since the Times Square

store has been opened, but then the megastores in general since the Los Angeles opening, which I believe was in '94 or '91. Actually, I'm not sure about that date.

- O. But it was in the early 1990s?
- A. Yes.

(Exhibit 41, Guitar Magazine; Exhibit 42, Guitar Player; Exhibit 43, Guitar World; and Exhibit 44, Guitar One, marked for identification, as of this date.)

Q. I'm going to place before you what has been marked as Exhibits No. 41 through 44.

Can you identify this group of exhibits for the record?

A. Yes, these are magazines that I purchased yesterday from the Times Square Virgin Megastore with a receipt, and this is just a small example of another section of the book department that has guitar magazines, instructions and just -- it's a Guitar Magazine, Guitar Player, Guitar World and Guitar One magazines.

Q. And I take it that those were the titles of the magazines that have been

1	Andrea Moreno
2	identified as from Exhibits 41 through 44?
3	A. Yes.
4	Q. Do you know whether these magazines
5	are carried by the Virgin Megastore on a regular
6	basis?
7	A. Yes.
8	Q. Why does the Virgin Megastore carry so
9	many guitar magazines?
10	A. Because we actually cater to clientele
11	within the age demographic 18 to 25, male, which
12	includes lots of guitar players, musicians.
13	Q. You mentioned earlier that among the
14	products sold at the Virgin Megastore are
15	products of Virgin Pulse and Virgin Mobile; is
16	that correct?
17	A. Yes.
18	(Exhibit 45, a Pulse promotional item,
19	marked for identification, as of this date.)
20	Q. I'm going to place before you what has
21	been marked as Exhibit No. 45. Can you identify
22	this exhibit for the record?
23	A. Yes. This is a Pulse promotional item
24	that we give away to consumers.

Q. So the promotional item is available

# Andrea Moreno 1 2 at the Virgin Megastore? 3 Α. Yes. Does that represent the line of Virgin Q. Pulse products carried by the megastore? 5 Α. Yes. 6 And do you know whether or not that 7 0. promotional piece is available at the megastore 9 now? Yes, I brought this from the Times 10 Square store, and I know that we've just 11 launched the Pulse products last week so they're 12 in each of the 23 Virgin Megastores. 13 (Exhibit 46, a Virgin Mobile pamphlet, 14 marked for identification, as of this date.) 15 Okay. I'm going to put before you 16 0. what has been marked as Exhibit No. 46. Can you 17 identify this exhibit for the record? 18 Yes, this is a Virgin Mobile pamphlet 19 Α. that is also available in the Virgin Megastores 20 near the Virgin Mobile product, and we use these 21 for consumers to take just for information. 22 Does that represent the line of Virgin 23 Ο. Mobile products available at the Virgin 24

Megastore?

1	Andrea Moreno
2	A. Yes.
3	Q. And do you know whether that's
4	available at the megastore now?
5	A. Yes.
6	Q. And do you know how long those
7	products have been available in the megastore?
8	A. Since the Virgin Mobile launch, and I
9	believe it's been a year, over a year now.
10	(Exhibit 47, a Virgin Megastore
11	shopping bag, marked for identification, as
12	of this date.)
13	Q. I'm going to put before you what has
14	been marked as Exhibit No. 47. Can you identify
15	this exhibit for the record?
16	A. Yes, this is a Virgin Megastore
17	shopping bag used to put products that are
18	purchased by consumers.
19	Q. And are you familiar with that
20	shopping bag?
21	A. Yes.
22	Q. Is that the current shopping bag used
23	by the company?
24	A. Yes.
25	Q. And how do you know that?

A. I frequently use them. I brought this one from the megastore myself yesterday.

MS. LESSER: We can go off the record now.

(Recess; time noted: 11:27 A.M.)

(Time noted: 11:33 A.M.)

### BY MS. LESSER:

- Q. Ms. Moreno, you mentioned that Virgin Entertainment Group also owned the VirginMega.com site; is that correct?
  - A. Yes.
  - Q. And what is VirginMega.com?
- A. VirginMega.com is a website that is powered by Amazon.
  - O. And is it a retail site?
- A. Yes.
  - O. And what is sold on that site?
  - A. Everything that we carry in the Virgin Megastores, or we also have, since its powered by Amazon, if you put in another product that we don't carry, it takes you to a menu where you could be linked to a sponsor that -- or a partner that does carry that product and you can buy something on line.

# Andrea Moreno 1 (Exhibit 48, VirginMega.com page, 2 marked for identification, as of this date.) 3 I'm going to put before you what has 4 been marked as Exhibit No. 48. Can you identify 5 that exhibit for the record? 6 This is the VirginMega.com page 7 Α. Yes. that you enter when you just put in 8 VirginMega.com. 9 And I believe that you referred to 10 ٥. before other -- that you referred to the fact 11 that this was powered by Amazon. Does the fact 12 that it's powered by Amazon appear anyplace on 13 the download to the VirginMega.com site? 14 Yes, on the home page it says 15 Α. VirginMega.com powered by Amazon.com. 16 And that's listed on the exhibit that 17 0. you are looking at? 18

A. Yes.

19

20

21

22

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- Q. You also indicated that there are other partners on the Amazon.com site; is that correct?
- A. Yes.

(Exhibit 49, a page from the VirginMega.com site, marked for

identification, as of this date.)

- Q. I'm going to put before you what has been marked as Exhibit 49. Can you identify this exhibit for the record?
- A. Yes. This is an example of, I punched in guitars to the VirginMega.com site and it took me to -- since we don't sell guitars inside the stores, it took me to this page, which gives me a menu of different categories to choose from.
- Q. And are guitars available by one of the Amazon.com partners?
- A. Yes. After this link, it took me to a sponsor partner that does carry guitars and sell guitars on line.

(Exhibit 50, a page from the Musician's Storehouse.com website, marked for identification, as of this date.)

- Q. Okay. I'm going to place before you what has been marked as Exhibit No. 50.
  - A. So this is the --
- Q. Can you identify that exhibit for the record?
  - A. Yes. This is the page that I clicked

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on when I just put "guitars" in the search engine and it gives me a choice of sponsored links. So I clicked on the first one, which is the Musician's Storehouse.com.

(Exhibit 51, a page from the Musicians' Storehouse.com website for guitars, marked for identification, as of this date.)

- Q. I'm going to place before you what has been marked as Exhibit No. 51 for the record.

  Could you identify this exhibit for the record?
- A. Yes, and this is the page that I went to for Musicians' Storehouse.com, which has a variety of guitars available on-line that I could buy.
- Q. So, to summarize this, if one were to go on to the VirginMega.com site and search for the guitars, would they be able to find guitars?
- A. Yes, within two clicks you would be on a site that sells guitars on-line.
- Q. I believe earlier you mentioned VirginMegaMagazine.com. What is VirginMegaMagazine.com?
  - A. VirginMegaMagazine.com is basically

editorial, and it has -- includes Web pages for the store, individual megastores, which ties our in-store events and our promotions, if we have give-aways, and there's reviews on there as well, and we don't sell product on that end.

- Q. Do you use VirginMegaMagazine.com to promote the actual bricks and mortar stores?
  - A. Yes.

- O. So are you familiar with that site?
- A. Yes.

(Exhibit 52, the home page for VirginMegaMagazine.com, marked for identification, as of this date.)

- Q. I'm going to put before you what has been marked as Exhibit No. 52. Can you identify that exhibit for the record?
- A. Yes. This is a VirginMegaMagazine.com. When you click off of the home page for VirginMega.com there's a link to go to the VirginMegaMagazine, and this is the page that you would enter.
- Q. Is that a true and accurate representation of a download of the VirginMegaMagazine.com site?

1	Andrea Moreno
2	A. Yes.
3	Q. You earlier in this deposition
4	mentioned various promotions, including guitar
5	giveaways; is that correct?
6	A. Yes.
7	Q. Do you advertise or promote or list,
8	rather, such promotions on the
9	VirginMegaMagazine.com site?
10	A. Yes, regularly.
11	Q. So marketing and promotional events
12	would be listed on the site?
13	A. Yes.
14	Q. And that's in addition to any co-op
15	advertising, fliers, and other type of marketing
16	and advertising done for the Virgin Megastore?
17	A. Yes.
18	(Exhibit 53, a listing for a megastore
19	event, marked for identification, as of this
20	date.)
21	Q. I'm going to show you what has been
22	marked as Exhibit we've marked as Exhibit No.
23	53. Can you identify this exhibit for the

Yes, this is a listing for a megastore Α.

23

24

25

record?

# Andrea Moreno 1 event. It was clicked on one of the store pages 2 and it goes over our promotions, and in this 3 example there's a "Win a Stereophonics guitar" 4 enter-to-win promotion celebrating the new album 5 by that band, "You Got to Go There to Come 6 Back," and we're giving away an autographed 7 signed quitar. 8 And is this an example of what you 9 0. earlier had referred to as give-aways of 10 11 quitars? 12 Α. Yes. And does Virgin Megastore routinely 13 Q. give away guitars? 14 15 Α. Yes. (Continued on the next page.) 16 17 18 19 20 21 22 23 24

# Andrea Moreno 1 2 Q. And is that specific to the Virgin Megastore Times Square or something that's done 3 by Virgin Megastores generally? 4 This is, in general, all 23 Virgin 5 Α. megastores give away guitars. 6 MS. LESSER: Ms. Moreno, thank you 7 very much. 8 THE WITNESS: You're welcome. 9 10 (Time noted: 11:49 A.M.) 11 12 ANDREA MORENO 13 Subscribed and sworn to 14 before me this 2003. 15 of 16 17 18 19 20 21 22 23 24 25

# CERTIFICATE

STATE OF NEW YORK )
: ss
COUNTY OF NEW YORK)

I, Kathy S. Klepfer, a Registered

Merit Reporter and Notary Public within and
for the State of New York, do hereby

certify:

That ANDREA MORENO, the witness whose deposition is herein before set forth, was duly sworn by me and that such deposition is a true record of the testimony given by such witness.

I further certify that I am not related to any of the parties to this action by blood or marriage and that I am in no way interested in the outcome of this matter.

In witness whereof, I have hereunto set my hand this 17th day of November 2003.

KATHY S. KLEPFER, RMR

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3	DATE OF DEPOSITION: October 28, 2003
4	NAME OF WITNESS: ANDREA MORENO
5	Reason Codes:
6	1. To clarify the record.
7	<ol> <li>To conform to the facts.</li> <li>To correct transcription errors.</li> </ol>
8	Page Line Reason
9	From to
10	Page Line Reason From to
11	Page Line Reason
12	From to to
13	Page Line Reason From to
14	Page Line Reason From to
15	Page Line Reason
16	From to
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25	ANDREA MORENO

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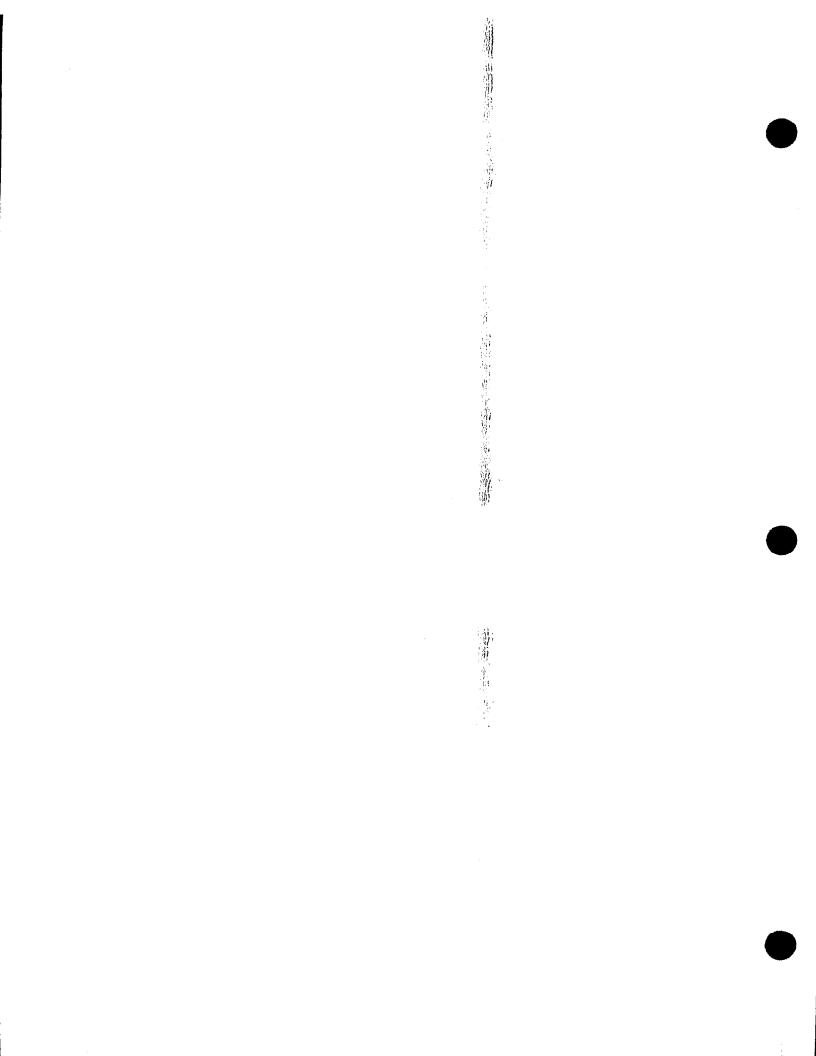
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1	
2	IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
3	BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD
4	
5	VIRGIN ENTERPRISES LIMITED, )
6	
7	Opposer, )
8	)
9	vs.
10	)
11	WAY GUITAR COMPANY, ) U.S. Patent & TMOfc/TM Mail Ropt Dt. #22
12	)
13	Applicant. )
14	)
15	
16	
17	DEPOSITION OF LORI LEVIN-HYAMS
18	New York, New York
19	Wednesday, October 29, 2003
20	
21	
22	DAVID FELDMAN & ASSOCIATES (USA)
23	575 Madison Avenue
24	New York, New York 10022
25	(212) 921-0771 Fax: (212) 605-0508

October 29, 2003

10:20 a.m.

Deposition of LORI LEVIN-HYAMS, held at the offices of Pennie & Edmonds, LLP, 1155 Avenue of the Americas, New York, New York, 10036 pursuant to Subpoena, before William Byrne, a Notary Public of the State of New York.



1	
2	APPEARANCES:
3	
4	PENNIE & EDMONDS, LLP
5	Attorneys for Opposer
6	1155 Avenue of the Americas
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8	BY: JACQUELINE M. LESSER, ESQ.
9	And
10	JOYCE M. FERRARO, ESQ.
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1	
2	LORI LEVIN-HYAMS, called as a
3	witness, having been duly sworn by a Notary
4	Public, was examined and testified as
5	follows:
6	EXAMINATION BY
7	MS. LESSER:
8	Q. Can you state your name for the
9	record.
10	A. Lori Levin-Hyams.
11	Q. Would you spell that, please.
12	A. L-o-r-i L-e-v-i-n - H-y-a-m-s.
13	Q. By whom are you employed?
14	A. I'm employed by Virgin Management.
15	Q. What is your job title for Virgin
16	Management?
17	A. I'm vice president of corporate
18	affairs for the Virgin group of companies in the
19	U.S.A.
20	Q. Can you briefly summarize your job
21	responsibilities?
22	A. Sure. I oversee publicity in the
23	United States. I oversee publicity for the brand
24	and for Sir Richard Branson, B-r-a-n-s-o-n.
25	O How long have you been with Virgin?

- A. I have worked with Virgin since 1985.

  I have been employed by Virgin since 1987.
  - Q. By whom were you employed in 1985?
- A. I was worked at a public relations firm called the Press Office.
- Q. So since 1985 have you done press and P&R for the Virgin group?
  - A. Yes.
- Q. And prior to 1985, can you briefly summarize your work experience?
- worked at a company call Norby Walters, N-o-r-b-y W-a-l-t-e-r-s, and I would go on the road and work with various bands that were big name bands in the early '80s. And from there I went to the Press office. I did some music management, I managed a couple of artists in the early '80s, and from there I went to the Press office, where I did public relations for groups, such as Kiss, South Side Johnny and John Para and various other clients. It was a rock and roll music oriented public relations firm.

And in 1984 Richard Branson began Virgin Atlantic Airways, and he used the Press

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office for the launch of the airline, and because he was beginning a rock and roll airline expanding his music groups and the brand or introducing the brand formally into the United States. I worked on that account in 1985 when Richard did his first or second attempt to cross the Atlantic by speed boat, I worked on that. And then from there I worked on all his other ventures he was doing in America, the start-up of the airline flying out of Miami. I was involved in his balloon flights. And in 1987 he made me an offer to come and work directly for him. At the time he was I did not know he was setting up Virgin Records in America, and he wanted me to head up the publicity for Virgin Records.

I was hired by the airline Virgin

Atlantic Airways and found out later on I was in
the wrong place, but I stayed there.

- Q. What do you mean you were in the wrong place?
- A. It was supposed to be a Virgin

  Records, but because of the way he approaches

  business and because music was the root of

  everything that he was doing and the way we were

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promoting and publicizing Virgin Atlantic Airways, it turned out to be the right fit at the right And I represented Virgin Atlantic Airways and Sir Richard Branson. I was there until about 1995, and my primary responsibilities were Virgin Atlantic Airways, Press, Sir Richard Branson, Press and to work on the numerous challenges he was doing with his balloon flights, an attempt to fly around the world nonstop in a hot air balloon. I worked on the Virgin Atlantic flyer, the crossing of the Atlantic by hot air balloon and the Pacific flyer. And all of these were done as a large part to promote the brand and began publicity for Sir Richard and Virgin in the U.S., where I was just starting to grow his companies.

In '95 I left Virgin Atlantic Airways and joined Virgin Management to become part of his core team on development of the brand in the U.S. and the publicity, and my role changed in that I no longer did the day-to-day press for Virgin Atlantic Airways, but I was in charge of all of Sir Richard Branson publicity. And at that point he was starting up new companies and involved in the launchings of all the new companies he was

L. Levin-Hyams

getting involved in.

- Q. What were those companies?
- A. I was with Virgin Atlantic Airways, which was the first major company in the United States. Virgin Records began, I believe, in 1986, and I worked with them, but I did not work on the product there. From there they started Virgin retail, the Virgin entertainment group, which was the very beginning mega store, the first store was in 1992, I believe, I think lost its lease. And I worked on the opening of that store, the publicity around it and the events at the store.

And from there the brand quickly began to grow, and where he expanded to Virgin

Entertainment stores throughout the U.S. After that was we had a small airline that didn't do that well called Vantage Airlines, which was -- it was sort of a travel adventure back in time between Key West and Orlando, and it was done with 1940s style plans. And everything was happening on D Day. It was a great venture, but not very successful, so it didn't last.

Then there was Virgin Sound and Vision Virgin games, Virgin various companies in the U.S.

1 L. Levin-Hyams that I was involved with peripherally. 2 You mentioned before the Virgin 3 0. Entertainment Group. Α. Yes. 5 As part of your job responsibilities, 0. 6 7 either as VP corporate affairs or in your prior positions with Virgin, were you involved with or 8 9 responsible for the placement of press or articles 10 to the press? Α. Initially I was involved in the 11 opening of all the stores I worked on. Normally 12 we would do some type of rather sensational 13 publicity stunt, photo opening, using Sir Richard, 14 15 16 17 18 and the implementation of that event. And 19 20 securing press for it. 21 22 23 24

25

1	L. Levin-Hyams
2	been marked as Exhibit Number 54.
3	Can you identify this exhibit for the
4	record?
5	A. Yes. It is an article that ran in the
6	Las Vegas Review Journal and Las Vegas Sun, and it
7	is talking about the opening of Virgin mega store
8	in Las Vegas. And I was involved in this. I
9	don't have the exact date.
10	Q. And do you have copies of this article
11	anyplace in your offices?
12	A. Yes, I do. I keep an archive of all
13	the press I have secured during my years at
14	Virgin.
15	Q. Would this be one of the articles you
16	keep?
17	A. Absolutely.
18	Q. Do you recognize this article?
19	A. Yes, I do, actually, I remember it,
20	and I and Adam.
21	Q. When you say "Adam"
22	A. I remember Adam.
23	Q. Who is that?
24	A. Adam Steinhauer, S-t-e-i-n-h-a-u-e-r.
25	Q. Today what are the primary companies

â	
1	L. Levin-Hyams
2	within the Virgin group?
3	A. In the U.S.?
4	Q. Yes?
5	A. We have Virgin Atlantic Airways, which
6	is headquartered in Norwalk, Connecticut, and the
7	airline flies out of JFK, Newark, Boston, Orlando,
8	Miami, Washington, San Francisco, Los Angeles and
9	Las Vegas. I think that's everything. And then
10	we have V2 Records, which is a small independent
11	label that is based in New York City and has such
12	artists as Moby, the White Stripes, Granddaddy.
13	And we have Virgin Mobile, which is based more in
14	New Jersey, which is based in Warren, New Jersey,
15	W-a-r-r-e-n, and that is our mobile phone company,
16	and it has targeted the youth market and using
17	music as the main vehicle.
18	We have the Virgin Entertainment
19	Group, which is headquartered in Los Angeles with,
20	I will say, approximately 21 to 24 stores
21	throughout the U.S. I can't recall exactly all
22	the locations off the top of my head.
23	Do you want me to give you as many as

Q. No.

I can?

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We have Virgin U.S.A. which is a Α. company that's based in New York which is looking for joint venture opportunities, licensing opportunities to expand the brand in America, The brand is at which we are doing at this time. a knew phase in its development, and I think that all eyes are on America. This is going to be the greatest growth market for the brand in the world. Sir Richard is completely committed to making this brand the biggest lifestyle brand in America at this time. With success of Virgin Mobile that has shown him just all the potential in America. we just launched two weeks ago a new company called Virgin Pulse, which takes us into a whole new direction in the U.S. It's a company of electronic consumer goods also targeting our music and going back to our roots, targeting the entertainment industry and music consumers. about 25 products in the line. And what's most exciting about this company from internal brand perspective, it's the first time we started a new company in America without it being another company that was successful prior in the UK or elsewhere in the world. And based on the success

L. Levin-Hyams

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of Virgin Pulse in America, it will expand globally.

We also have a small baby company in San Francisco called Virgin Limousines, which is primarily for our Virgin Atlantic customers, and that also has a potential to expand beyond San Francisco.

- Q. Do you do public relations for all of these entities?
- I do -- I am overseeing -- I'm Α. involved with all of these companies. I am not -each company has their own PR manager or director, and they are involved in the day-to-day of each company, and they are involved with the product that they are representing with or selling and they are specialist in that area. I am much more of a specialist in the virgin brand and Sir Richard Branson, but I would not be the spokesperson for any particular company. overseeing the brand and Sir Richard Branson primarily. I liaison between all the companies. I communicate internally and externally, and when there is opportunity that's more of a brand story than a story about Virgin Mobile or story about

Virgin Atlantic, then I will be involved in that process and will be the spokesperson on that.

- Q. By overseeing, is there a uniform image for the brand in all these entities?
- A. Yes. What we try to do is stay true to our core values, and that is that we do things differently, that they are fun, that we are giving consumers greater value for their money, and that when we see something in the marketplace that we feel we could do better, we never are afraid to take on a challenge and try. We historically have been a very youth-oriented brand, and we are becoming more of a lifestyle brand now, and it's more attitude than age. It's about having fun, taking care of your employees first, then your customers will be happy. The companies are privately-held so --
- Q. I would like to put before you what we will mark as Exhibit 55, which is identified as the Virgin reel 2003. I'm sorry.

(Exhibit 55, document, marked for identification, as of this date.)

Q. Can you identify this exhibit for the record?

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That's the Virgin reel 2003, and what Α. this is is a video that we use internally for new employees and also for public speaking events to show the breadth of the brand to show what it was, what it's becoming and where it's going, and to capture the whole field of what the brand is about in the U.S. and globally. It's a reel that we have a department in the UK where they oversee the brand to make sure that all the companies are in sync and stay true to the values, and it's sort of an internal teaching tool for new employees so they can see just what Virgin means and what it's about, and it's used -- it gets updated fairly frequently, probably every six months or so, to add the new companies that are coming on. Basically it's a montage of commercials, promotional stunts, things of Sir Richard and events that we have done and products and advertising done to really good music. It's very fast and captures the feel of Virgin brand.

- Q. Is this used in the U.S.?
- A. Yes. And worldwide.
- Q. I will play the video so you can view this.

1	L. Levin-Hyams
2	A. Yes.
3	Q. Are you familiar with the Virgin reel
4	2003 video? Did you help prepare the video?
5	A. Well, some of the footage that is in
6	there from events and things I have done, so I
7	supplied footage, but I wasn't involved in the
8	production of it.
9	Q. Do you maintain copies of the videos
10	in your offices?
11	A. Yes.
12	Q. We just viewed what I would represent
13	to were the videos.
14	Does that look to you to be a true and
15	accurate copy of the video as you know it?
16	A. Absolutely.
17	Q. You mentioned the focus of the brand
18	in terms of image.
19	Is there a primary industry focus of
20	the Virgin brands in the U.S.?
21	A. I would say entertainment music and
22	its evolving into lifestyle, but I think music is
23	an underlying part of everything that we do in
24	entertainment, yes.

25

Q.

What types of public relations

1	L. Levin-Hyams
2	events are you involved in placement of public
3	relation events?
4	A. Yes.
5	Q. What types of public relation events
6	have been placed involving music and entertainmen
7	overall, or is this something that would be done
8	by an individual brand?
9	A. It depends on what they are trying to
LO	achieve if Sir Richard is involved. Can you be a
L1	little more specific?
L2	Q. You mentioned that one of the most
L3	recent companies is Virgin Pulse.
L 4	Were you involved in any promotional
L5	events with that?
L6	A. Yes, I actually headed up the whole
L7	launch on Virgin Pulse as far as the publicity,
L8	the media coverage that we garnered, and we did a
L 9	party and event the evening of October 15 that I
20	had organized.
21	Q. Did you also work in preparation of
22	literature regarding Virgin Pulse?
23	A. I worked on the press release and the
24	press packs. I did not work on the specific
25	product information

1	L. Levin-Hyams
2	MS. LESSER: Off the record.
3	(Discussion off the record.)
4	MS. LESSER: I will ask this be marked
5	as Exhibit 56.
6	(Exhibit 56, document, marked for
7	identification, as of this date.)
8	Q. I am going to put before you what we
9	have marked as Exhibit Number 56.
10	Can you identify this exhibit for the
11	record?
12	A. Yes, I can. It's the Virgin Pulse
13	press pack that we gave out to the media that
14	attended our event on October 15.
15	Q. And what is the purpose of giving out
16	press packs to the media?
17	A. It was to educate them about the new
18	product launch, but we actually started reaching
19	out to the media in July, when we were working in
20	July of 2003, and we did a press trip to Necker,
21	N-e-c-k-e-r, Island in early August, took media
22	down there, and then did desk side interviews with
23	key editors that cover electronic consumer goods
24	in the main consumer press in August. And all of
25	this was leading up to the announcement

September 8 that the product would be rolling out into the stores through Target, and Virgin may stores. And then we, once the product was in place, we had a party October 15, and we did a press event to announce the product was completely rolled out in Manhattan, and we had -- Sir Richard Branson was a part of this, and during that day we had a full day media, and we did The Today Show, a Charlie Rose and ABC News, CNN, New York Times round table and various other media.

- Q. What types of products are sold under the Virgin Pulse trademark?
- A. It's a consumer electronics line.

  There's approximately 15 products in the line, MP three player disk, CD player, a DVD player, that is CD player that can be played in a car. Phones and walkie-talkies, CD roms and various other products. That's about it. There are two versions of MP three player head phones -- there's two versions of MP three player. And that's about it.
- Q. You mentioned that the primary industry focus in the U.S. is entertainment and music.

A. Yes.

- Q. Does Virgin sell instruments in the U.S.?
  - A. Not to my knowledge.
- Q. Do they sell instruments anywhere else?
- A. I believe in the Oxford store in London they are now selling musical instruments there, and they are also, I believe they also have lessons, music lessons there to come and learn how to play guitars and other instruments.
- Q. What is the purpose of having lessons and selling instruments to the Oxford Street store? You mean Oxford London?
- A. Yes. The purpose is that Virgin's constantly reinventing itself and trying to do better, so they are changing. We are staying true to our core values and the roots of music and natural extension of the brand toys, actually bring the instruments into that music environment where people are coming to buy CDs or whatever, so it made sense to try to add another dimension to the stores. So that's the first store that we are doing it at. I have been told it's very

1	L. Levin-Hyams
2	successful, and they are looking at possibly doing
3	it in the United States as well. It's basically a
4	natural brands extension. And the only thing
5	the question is why we hadn't done it sooner.
6	Q. And is this something that if and when
7	it's brought to the U.S. you would be involved in
8	rolling out this extension?
9	A. Yes, I would be involved in that as
10	well.
11	MS. LESSER: Thank you very much.
12	(Time noted: 11:05 a.m.)
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16	L. Levin-Hyams
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19	Subscribed and sworn to before me
20	this day of, 2003.
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CERTIFICATE STATE OF NEW YORK ) : ss. COUNTY OF NEW YORK I, WILLIAM BYRNE, a Notary Public within and for the State of New York, do hereby certify: That LORI LEVIN-HYAMS, the witness whose deposition is hereinbefore set forth,

was duly sworn by me and that such

given by the witness.

I further certify that I am not related to any of the parties to this action by blood or marriage, and that I am in no way interested in the outcome of this matter.

deposition is a true record of the testimony

IN WITNESS WHEREOF, I have hereunto set my hand this 17th day of November, 2003.

William Brue

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Guitar Co.
Opposition No. 91154392
Opposer's Testimony Deposition
Exhibit No. HK

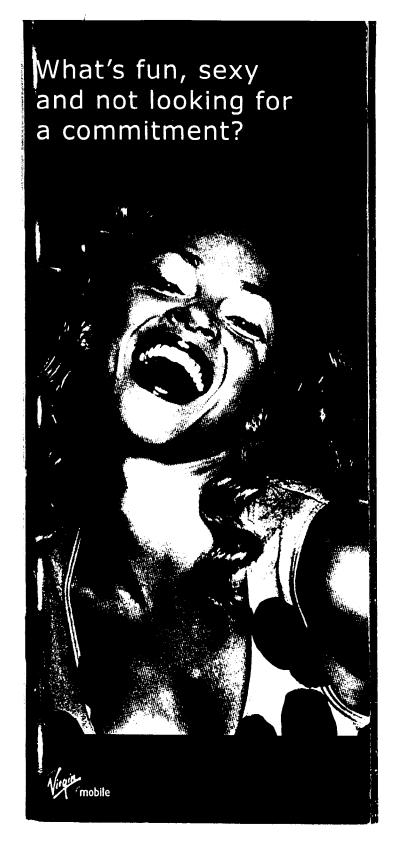
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# Virgin Mobile Central Intelligence

No dark sunglasses. No cheap suits. Just answers. Call up the Central Intelligence Team at 1-888-322-1122 or \*VM on your Virgin Mobile phone.

Want to know something about our Terms & Conditions? Look 'em up on the Web www.virginmobileusa.com.



# Play with me: Music, Messaging, and More!

- Listen to music clips and send them to friends
- Add new Ringtones to your phone
- Save yourself with a Rescye Ring
- Be amusing, listen to and send Fun Clips: jokes, quips, and babble
  - Uncover what's really going on Join a Group Find a movie, buy the tickets, try not to laugh at the people who have to wait in line

# Take Our Word for It

Text messaging – Perfect at a loud party, in a quiet classroom, or when you're standing right in front of the person you're talking trash about.

end messages from your phone or the Web! ever get caught passing notes again.

## hat it Costs

- VirginXtras menus are free to browse. You only pay for airtime when you call to use the applications
- Ringtones are \$1.00 per download

  Text messages are free to receive and just

  10¢ to send

  411 is a 95¢ flat fee plus regular airtime

## Use me all over.

Use your phone anywhere in the USA that Virgin Mobile and its partners have coverage. There are no extra roaming charges.

Virgin Mobile Coverage Set your VM service up in these areas.	
Virgin Mobile Partner Coverage Your VM phone will work in these extended coverage areas, but local phone numbers may not be available.	
Planned Coverage We're working to get these areas covered.	

We have a widespread coverage area, but if you wander out of it, your phone won't work. Don't panic. Your voicemail and text messages will be waiting for you when you get back.

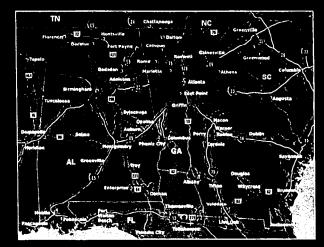
Check the Virgin Mobile website for info on coverage expansion and updates. If you're not in our area now, you might be soon.

Under Virgin Mobile's arrangement with Sprint PCS, Virgin Mobile customers have access to service anywhere on the Sprint PCS Digital Network, serving more than 300 major metropolitan areas. Sprint PCS is a registered trademark of Sprint Communications Company L.P. Virgin Mobile USA is responsible for service quality, customer care, warranty, maintenance, or other aspects of subscriber service.

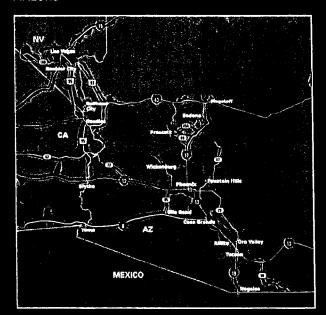
# What state are you in?

- 8 Alabama/Georgia
- 8 Arizona
- 9 Arkansas
- 10 California, North
- 12 California, South
- 13 Colorado
- 13 Connecticut/Rhode Island
- 14 Delaware/Maryland/Pennsylvania/Washington D.C.
  - Florida
- 15 Hawaii
- 15 Idaho
- 16 Illinois
- 17 Indiana
- 17 Iowa
- 18 Kansas
- 19 Kentucky
- 19 Louisiana
- Maine/Massachusetts/New Hampshire
  - New York/New Jersey
- 2 Michigan
- 23 Minnesota/North Dakota/South Dakota
- 23 Mississippi
- 24 Missouri
- 24 Nebraska
- 25 Nevada
- 26 New Mexico
- 27 North Carolina/South Carolina
- 2 Ohio
- 2 Oklahoma
- Oregon/Washington
- 29 Tennessee
- 29 Texas
- 30 Utah
- 31 Virginia/West Virginia
- 31 Wisconsin
- 32 Puerto Rico/Virgin Islands

## Alabama/Georgia



#### Arizona



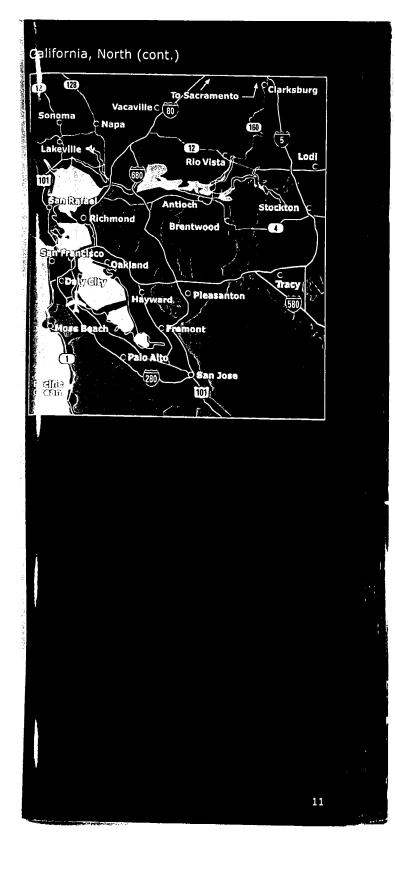
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#### rkansas MO MO 44 77 Fayetteville AR Little Rock Memphis 69 Fort Smith 40 Hot Springs OK 78 Pine Bluff **(30)** Texarkana TX El Dorado (13) Graenville Longview Ver' 82 MS LA Monroe Tyler Shreveport

## California, North

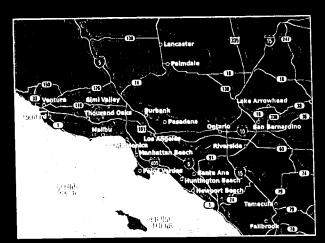


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## California, South

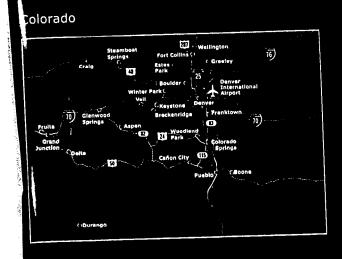




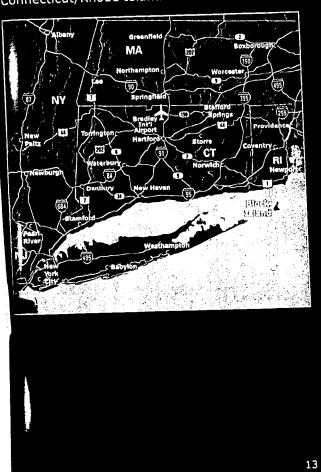
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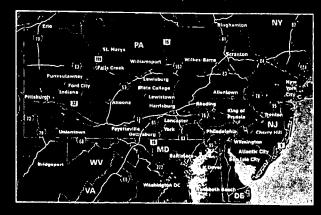
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# Connecticut/Rhode Island



# Delaware/Maryland/Pennsylvania/Wash. D.C.

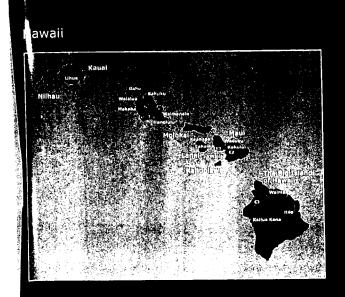


#### Florida

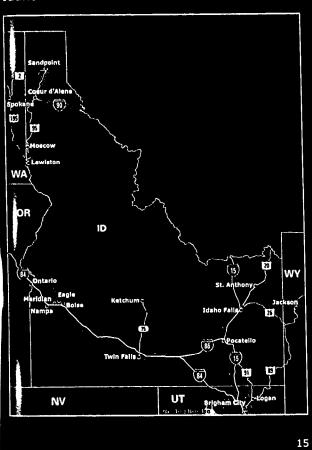


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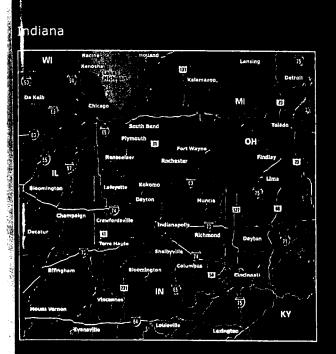
## Idaho



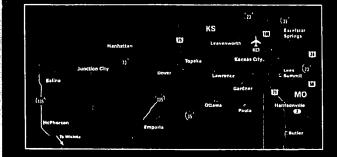
#### Illinois



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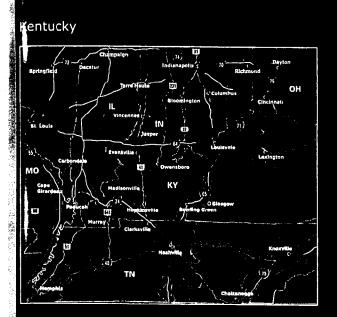






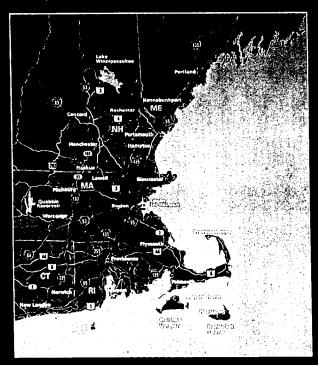


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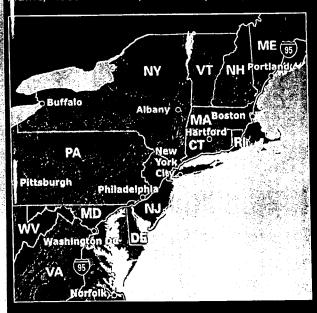


# Maine/Massachusetts/New Hampshire

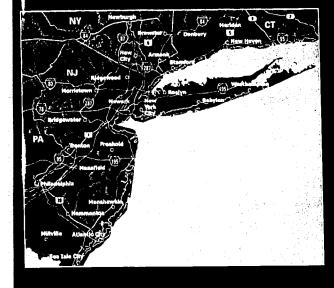


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# Maine/Massachusetts/New Hampshire/New York



# lew York/New Jersey



## Michigan

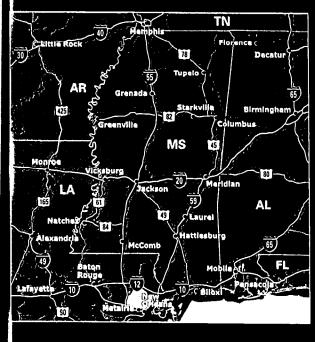


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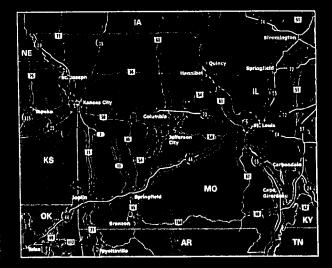
## linnesota/North Dakota/South Dakota



## ⁄lississippi



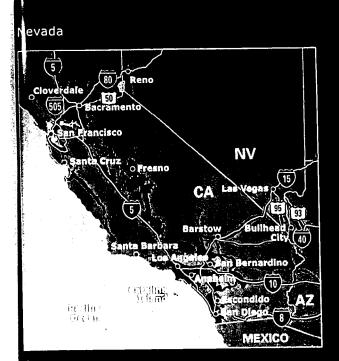
## Missouri

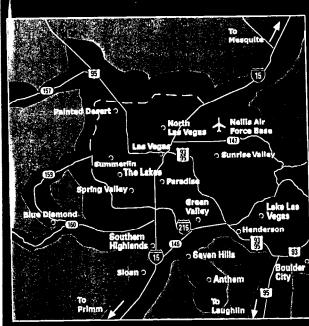


#### Nebraska

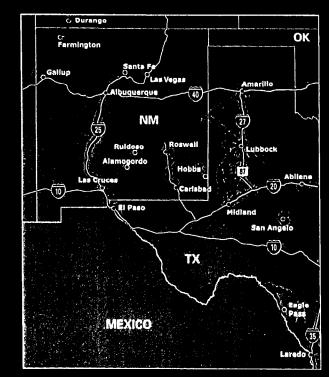


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#### **New Mexico**



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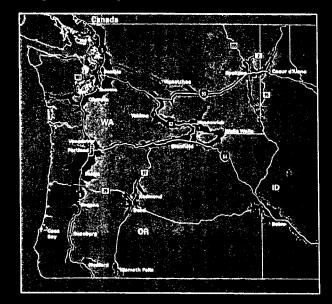
## Ohio



#### Oklahoma



## Oregon/Washington



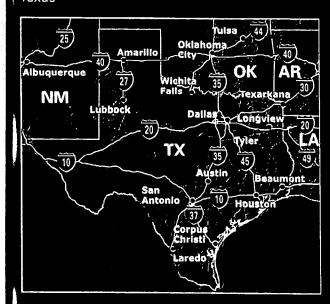
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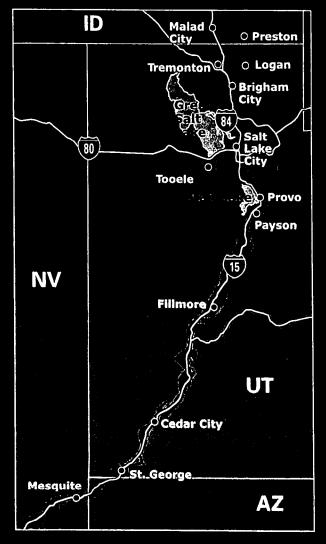
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# Tennessee



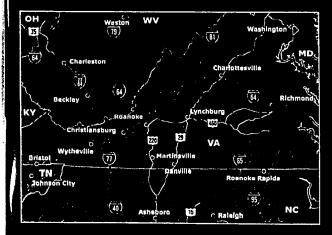
#### Texas





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## Virginia/West Virginia



#### Wisconsin



## Puerto Rico/Virgin Islands





SC. Chiefly
Mount
Western

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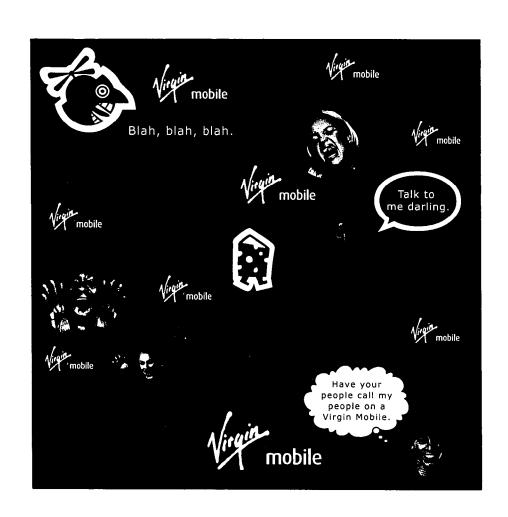
What do you want me to do, dial it for you?

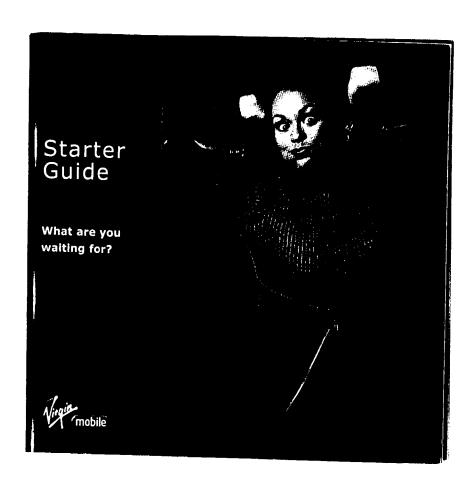


1-888-322-1122 www.virginmobileusa.com



VMSG-0302







Everybody wants the next new thing, and we want it now! That's why the Virgin Group is united by one common goal: we want to do what has never been done before. We want to ensure consumers get the best deals on what they really want and we want to shake up the cellular marketplace in the process.

That's why we created Virgin Mobile. Combining outstanding products and services with a distinctly irreverent style is only the starting point. We believe in quality, value, and honesty on a level that exceeds the expectations of today's cellular customer – which we are sure will cause our competitors to find us really, completely irritating.

In an industry drowning beneath bureaucracy, confusion, and compromise, Virgin Mobile will always strive to stand out as the consumer's champion. It's amazing what hard work and imagination can do for a cellular service. We believe that "value" isn't a dead concept, and that "moments of wow" are still possible – and that the next great thing is right around the corner.

Welcome to Virgin Mobile USA, and enjoy!

21 Salm

Sir Richard Branson, Chairman, The Virgin Group

## About Your Virgin Mobile Service

You are about to discover a new kind of cell phone service. Virgin Mobile is all about doing things differently, in a way that makes sense.

- Honest pricing with no hidden fees or charges; what you see is what you get
- The more you talk, the cheaper it gets
- No contract to sign, no ball-n-chain commitments
- You're in control you decide when and how to pay
- Great features, services, VirginXtras, and more!

This Starter Guide will fill you in on how to get the most out of your Virgin Mobile service. Read on!

•

#### Activation

## This is where the fun begins.

Activation only takes a couple of minutes and there are two different ways to do it:

- Call Virgin Mobile Central Intelligence at 1-888-322-1122 from your home or work phone,
- Or visit www.virginmobileusa.com anytime, 24/7.

#### During activation you will:

- Get your phone number
- · Program your phone
- Pick a vKey that ever-important pass code number used to protect your privacy
- Register your credit card for easy Top-Up the easier the better, right?
- Learn about our service and get the answers to any questions you might have

Register Your Details: Tell us a little about yourself (your name, address, favorite breakfast cereal) and we'll keep you in the know about fun new stuff and promotions. We'll even send you a gift for taking the time.

#### vKey

Your vKey is your pass code to your Virgin Mobile service. You'll use this number to access and Top-Up your account.

- During activation you'll be asked to create a vKey. Pick a number that's easy to remember; your girlfriend's phone number, your best friend's birthday, or your top score on Tomb Raider.
- You'll use your vKey anytime you want to access or change your personal information, or use your credit card to Top-Up. It's our way of making sure that you are you and that no one can mess with your account.
- Write it down on the Quick Card found on page 14 of this guide, and put the card in a safe, secret place – Not the same place you hid your keys... that you're still looking for.



# Top-Up

It's like filling up your tank before a road trip. Add money to Top-Up your account and get yourself rolling. Running on fumes? There are three ways to Top-Up anytime, anywhere.

# Credit/Debit Card Top-Up

- Use your credit card to add money to your account.
- Register your credit card and you can automatically add money from your cell phone, on the Web, or through Central Intelligence.
- Don't worry your information is safe with us.

# Auto Top-Up

• Use Auto Top-Up and you can charge \$30 or \$50 to your credit card automatically once a month – great idea if you're the forgetful type.

# Top-Up Card

- Pay cash for a Virgin Mobile Top-Up Card at thousands of retail locations.
- Use the PIN code from your card to Top-Up on your phone or online.
- To find places to buy a Top-Up Card, check on the Web or call Central Intelligence.

To register your credit card call Central Intelligence at 1-888-322-1122 or visit www.virginmobileusa.com

# Manage Your Account

By keeping tabs on your account balance you'll never run out of time to talk.

# **Keeping Your Account Current**

- Stay current and you'll keep your phone number, your phone service, and your status as the hip person with the working cell phone.
- To be current, just add at least \$20 to your account every 90 days.
   Your entire balance is good for 90 days beginning each time you Top-Up.

# The Balance Button

 Check your balance with the push of your phone's Balance Button. Get a text message with your balance and the date your balance is good thru.

# When You Are Low

 We will send you a message when your account balance gets low reminding you to Top-Up.

# When You Are Really Low

 You'll hear a beep when you have a few minutes left – Just enough time to come up with an excuse to ditch that call.

# When You Are Really, Really Low

 Your call will end when your balance reaches 0 – That might be bad, depending on who you're talking to. So be sure to Top-Up before this happens. The best thing to happen to your phone since the disappearance of the rotary dial! VirginXtras give you access to these cool services:

## Music

- Listen to clips on our Hit List and vote for your favorite.
- Share the groove. Use Music Messenger to send a friend your hip clip of the week
- Add catchy new Ringtones to your phone.

# Fun

- Need saving from a blind date disaster? Set up a Rescue Ring before the date and be your own hero!
- Set yourself a Wake-Up Call. Be on time even when you're on the road.
  Your mother would be proud.
- Use your phone to check out fun clips, jokes and more!

The second second

## Groups

- Join one of Virgin Mobile's great text messaging groups. Share your discerning opinions on things like music and sports.
- Or create one of your own Ab Fabbers, Buzz Gurus, or maybe Reality TV Survivors. It's all you.



# **Entertainment**

 Is watching X-Files reruns not your date's idea of a good time? Use your phone to find something more entertaining to do.

# Text Messaging

Chat with friends without making a call. At a party, in a boring class, on a long bus ride... send a text message!

WAN2TLK? Talk to friends miles or minutes away.

LUVIT or H8IT? Join a group and let them know.

SUP? Get info and updates, or just catch up on the buzz.

# As Easy As...

- 1. Select Messaging on your phone menu
- 2. Enter your friend's Virgin Mobile phone number
- 3. Type a message using your keypad
- 4. And send!

Check your manual for specific instructions for your phone.

10

# Making Calls

Make and receive calls from anywhere in the Virgin Mobile U.S. coverage area. Your rates are the same no matter where you are or when you call. Plus, no extra charge for long distance calls within the U.S., including all 50 states, Puerto Rico, and the U.S. Virgin Islands.

If you have friends overseas, you can set up your phone account for International Calling by contacting Central Intelligence. A list of available countries and their pricing can also be found on the web in The Facts/Service Features section.

# And All This Stuff is Included:

## 411

- Info, update, lowdown, the word, the skinny, the connection you need it; this is the easiest way to get it.
- Dial 411 from your handset. You'll be charged a 411 fee plus airtime per call.
- We can even connect you automatically; unless you'd rather wrestle with your phone, pen, paper, and 32 oz. big drink while you're driving.

## Voicemail:

There is no monthly charge for your voicemail service. Check your messages any time by dialing your number from any phone and pressing  $\ast$  during your greeting.

- The first time you check voicemail, you'll need to call from your cell phone. Once you've set up your pass code, you can check your voicemail from any phone.
- We recommend using the same number for your vKey and your voicemail pass code – less numbers to keep track of.

# Call Waiting:

Nothing new here. Put one call on hold to answer another one.

## Caller ID:

See the phone number of the person calling so you can take their call or blow them off.

# Caller ID Blocking:

A little secretive, aren't you? Just dial \*67 before a call to block your number. Call Central Intelligence to get a permanent block.

# Where to Go for Help

## **Central Intelligence**

You're plugged in and turned on. You just have one question... our Central Intelligence Team is here to help. They have the answers to all your questions... except for why some guys still wear toupees... nobody knows that.

- Dial \*VM (\*86) from your cell phone. It's a free call!
- Or call 1-888-322-1122 toll-free from your home or work phone.

## The Web

## www.virginmobileusa.com

- We might not know how to fix a bad haircut, but we CAN fill you in on the complete "How To" of your phone service. If our How To's, FAQs, or The Facts don't do the trick, chat live with a Central Intelligence Advisor.
- You play games, buy clothes, and download mp3s on the Web. So, why
  not manage your cellular account on the Web too! Go to My Virgin
  Mobile for all the details.
- Need a new phone or an accessory? Shop through The Goods section.

# Your Celi Phone

It's right in front of you, put it to good use. Check your balance, track your minutes, or Top-Up. You'll find your cell is more than a phone; it's the quickest, easiest, most fun way to get everything done!

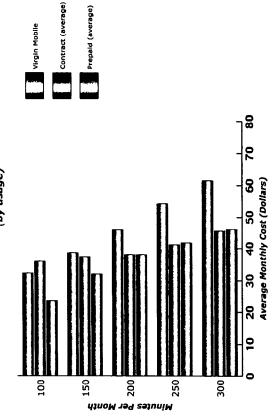
Virgin Mobile Quick Card Contact Us: 1-888-322-1122 or *VM from your handset. www.virginmobileusa.com	
Cell Phone #	
vKey	
Don't lose me.	
	14





# The Monthly Cost for a Virgin Mobile Cell Phone Will Be Less for a Typical Young Customer

# Monthly Costs - Cell Phones (by usage)



- VMU provides lower-cost service than the prepaid industry average at all usage
- At the usage level we expect from young customers, monthly spending will be less with VMU than with the average postpaid plan.

**Assumptions:** This assumes that peak calls represent 55-60% of all calling, long distance calls are 15% of volume, and FCC taxes comprise 11% of postpaid bills.

Wireless, Sprint PCS, Cingular,Verizon Wireless and Voicestream. Prepaid industry averages represent all **Industry Average Definition:** Postpaid industry averages are drawn from one-year plans offered by AT&T different denominations of replenishment cards offered by AT&T, Cingular, Leap, Tracfone, Verizon and Voicestream.

# Things You Should Know About Virgin Mobile

**June 2002** 







# Summary

- segment in the U.S. cellular market Youth (ages 15-30) represent a large and attractive
- served well to date by incumbent operators The youth market in the United States has not been
- usage within this market Mobile from existing offers and to stimulate uptake and value proposition, which will help to differentiate Virgin youth by bringing to market a hip, fun, honest, compelling Virgin Mobile aims to change the game in U.S. cellular for





# for Young Consumers Virgin Mobile offers the Best Value

- allows customers to pay as they go and budget mobile spending. commitments with fixed monthly bills. Virgin Mobile's service **Flexible:** Young people don't want to be locked into long-term
- month with a Virgin Mobile phone **Affordable:** The typical young consumer will save money each
- and stripped fine print out of the process. What you see is what you get – a great value! No Bulls&#t: Virgin Mobile has made buying a cell phone easy
- you can check out the latest music hits, see what's playing at the needs of young people. With text messaging and Virgin Xtras, Fun Features: Virgin Mobile offers services designed around the local theatre, or even get out of a blind date.





# Meet the Needs of Young People Virgin Mobile's Product is Designed Specifically to

Youth Market Wants: St

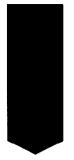
Status Quo

How Virgin Mobile Changes the Game



Plans based on a fixed number of minutes

Year-long contracts



- High monthly charges
  Pricing structures at odds with variability in income levels
- High rates for time after allotment expires
- "Hidden Fees" including taxes and other surcharges
- Added charges for roaming and long-distance



- Many young customers cannot qualify for credit
- Cell phones/replenishment cards not available where youth shops
- No carriers focus exclusively on some youth segment (want to be everything to everyone)
- Little content specifically designed for young consumers

- Pay for what you use perfect for youth where average is 100-300 MOU per month
- No contracts to sign
- Variable pricing Users control usage to control spending Competitive rates
- Single rate plan for any and all minutes used
- No surcharges and no surprises on hill
- All LD included in price
- Prepaid plans no contracts necessary (no credit checks)
- 2,500 outlets for handsets, over 10,000 for replenishment
- Marketing messages specifically for younger audiences
- Relevant and meaningful content

# Appeals Directly To What Youth Wants Virgin Mobile Has a Pricing Structure That

# Virgin Mobile Directly Addresses Youth Market Needs...

# **Market Emphasizes:**

- Pricing plans based on monthly fees
- All-inclusive calling (LD, etc.) on high-end plans only
- Postpaid plans (many de-emphasize prepaid)

# **Customers Prefer:**

- Low monthly fees
- No extra long distance charges at any usage level
- No contract

# Virgin Mobile Offers:

- No recurring fees pay for what you use
- Long distance calls always included in price
- Prepaid only no contracts to sign

# ...While Avoiding Annoying Elements of Wireless Service

# **Market Emphasizes:**

- Base price for plan rather than total bill
- Large minute volumes for off-peak calling
- "Penalty" rates after allotment used

# Customers Don't Want:

- Taxes and Surcharges
- "Leftover Minutes"
- High rates after plan

# Virgin Mobile Offers:

- No "Gotchas"
- Pay only for what you
- Rewards for high usage (step-down)



Source: Virgin Mobile Market Research

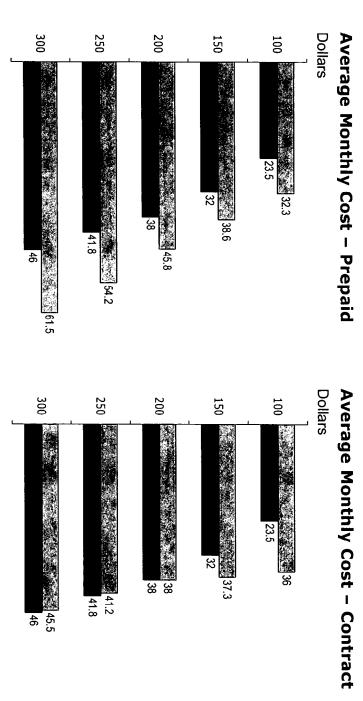


# Virgin Mobile Has Innovative Pricing

- For the first 10 minutes of the day, pay 25¢ per minute; every minute after that is only 10¢
- No need to wait until late at night to make cheap calls
- You get these great rates even on the lowest top up card!
- We'll give an extra \$10 worth of bonus airtime for next month after you've used \$50 of paid airtime this month
- A customer is always on the right rate plan
- The more you talk, the less you pay for each minute
- The rates include all FCC taxes, surcharges, feature access, long distance, roaming, etc. – no surprises!



# Young Customer The Monthly Cost for a Virgin Mobile Cell Phone Will be Less for a Typical Virgin Mobile Industry Average

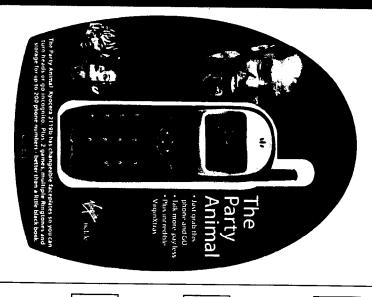


- Virgin Mobile provides lower-cost service than the prepaid industry average at all usage levels
- At the usage level we expect from young customers, monthly postpaid plan spending will be less with Virgin Mobile than with the average

Assumptions: Peak calls represent 55-60% of all calling, LD calls are 15% of volume, FCC taxes comprise 11% of postpaid bills



# Virgin Mobile Is More User Friendly Than Other Offers



# Activation

Web or call center

How We Make It Easy

- Simple process that will provide subscribers with a "wow" experience
- Fun, unscripted customer service experience

# Account Management

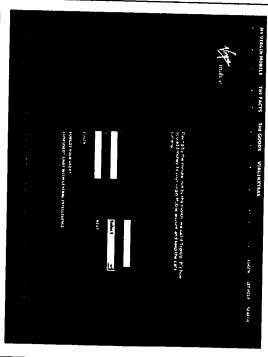
- Balance button provides oneclick access from handset
- For phone or on the web -unassisted

# "Top-Up"

- Top-Up card (airtime replenishment) available at 10,000 locations where young people spend time!
- Many ways to top up with cash (Top-Up card) or credit –Unassisted from handset
- Customer serviceWeb
- Auto-replenish either monthly or EZ-Pass

# Resonates With Young Subscribers A Customer Service Experience That







# WOW! Central Intelligence (customer care) Experience

- Virgin Mobile Central Intelligence advisors can help with just about anything – from instantly topping up to explaining text messaging
- Always available 24/7/365
- Customers choose how they want Virgin Mobile to serve them:
- IVRU self service for those that prefer less contact
- Full-service representatives for those seeking a human touch
- Customer service representatives that know the youth market
   An actual human voice on the
- other end of the line Someone that understands youth "language"
- Someone that realizes how valuable time can be



# Virgin Mobile Keeps A Watchful Eye on the Interests of Young Customers...

Percent Wireless features of interest to current youth wireless phone users

Download music/play it

Send instant messages

Phone alert if friends nearby

Play games by self/ with others

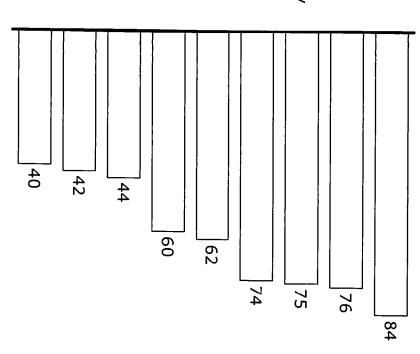
Purchase things

Get coupons for stores

Get sports scores

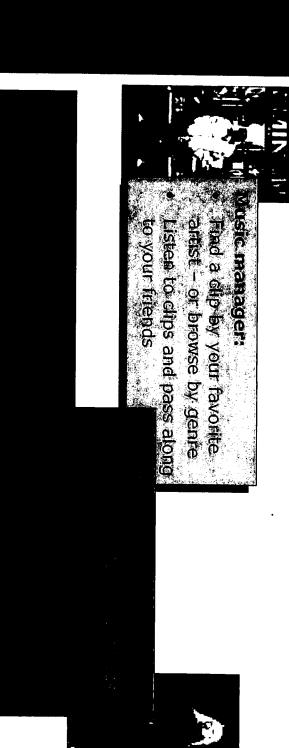
Get cartoons

Check horoscope









# Rescue ring / alarm clock:

- Have Virgin Mobile get you out of a bering situations
- Wake up to fresh new recordings





# Virgin Mobile is the Best Cell Phone for Young People

- Virgin Mobile provides young people with the flexibility they need
- The typical young person will save money with a Virgin Mobile cell phone
- We make it easy why deal with all the complexity?
- young people Our features are designed around the lifestyles of



# Text messaging groups

- Subscribe to an info Channel
- Join a Group
- Form a Group of your own

Share your interests: Music, sports, synchronized swimming, whatever makes your lip quiver.



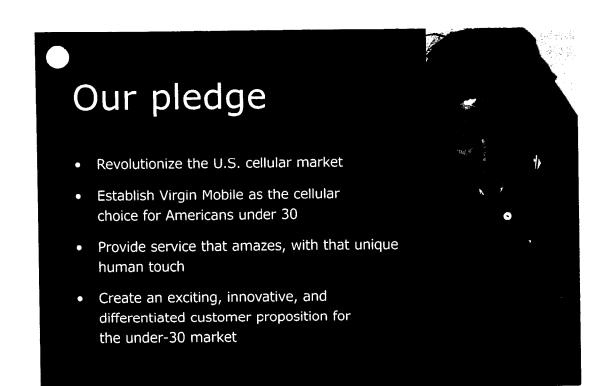


# Our story

In 2001, the Virgin Group and Sprint PCS joined forces to conceive an honest, straightforward cellular service focused on serving the youth market.

# Our key points

- Pay-as-you-go No contracts to sign, no credit checks, no hidden fees. You only pay for what you use
- It's simple We're easy to understand, easy to buy, and easy to use
- Honest pricing there's only one simple price plan to follow where the more you talk, the cheaper it gets
- Cool phone stuff Music, Ringtones, Fun Clips, Text Messaging, and stickers...(That's the part you were really interested in, wasn't it?)
- A great brand Virgin Mobile gives you cellular freedom without the bullshit





# What are they into?

- Brand conscious they know what's hot and what's not
- Marketing savvy they're not suckers and they hate being treated as such
- Highly social it's not what they know, it's who they're talking to day and night
- Love new technology they eat email, breathe IM, and speak SMS
- Influenced by pop culture they know what celebs are doing, wearing, drinking and watching



# We're not like the rest

Other cellular services use over-priced minute blocks to rope-in their customers.

They ask customers to suffer through credit checks and make long-term commitments.

Then they use monthly bills to sneak in hidden fees.



# What really sets us apart

We're all about no-bullshit cellular.

- Simple, flexible pricing
- Easy to get, easy to use
- Innovative features and smart services
- Exceptional customer service with people who care

# You're in control

You only pay for what you use. The pricing plan is simple, and it's up to you when and how you add money to your account.

All fees and services are included in your airtime rate.

Plus, you're not bogged down by credit checks and contracts to sign – you stay with us because we rock!





# Getting started

The Virgin Mobile Starter Kit comes with everything you need to get you talking... Now!

- Phone and charger
- \$10 airtime
- User manual
- Starter Guide
- Virgin music CD
- Cool sticker sheet



The Party Animal - Kyocera 2119

Go in style, or incognito, with changeable faceplates, this phone can match your clothes or your mood.

The Super Model – Kyocera 2255

A sleek and sexy model that's sure to turn some heads with a cool blue backlit display and voice-activated dialing.



# Top-Up

It's adding money to your account how, when, and where you want, so you can keep the conversation going.

Running on empty? Top-Up!



# How to do it

Use your cell phone's Top-Up Menu, call Central Intelligence, or go online.

Top-Up Card

Pay cash for a Top-Up card at participating retail locations.

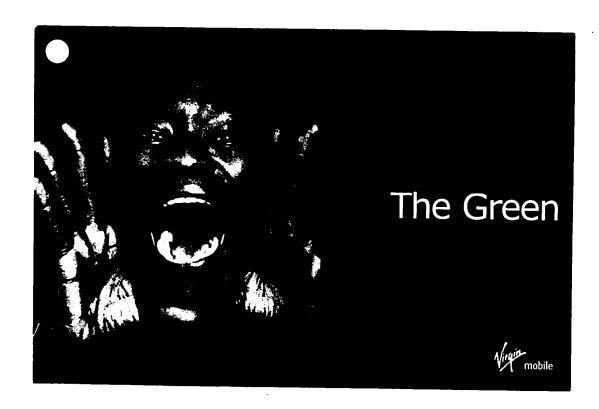
Credit card

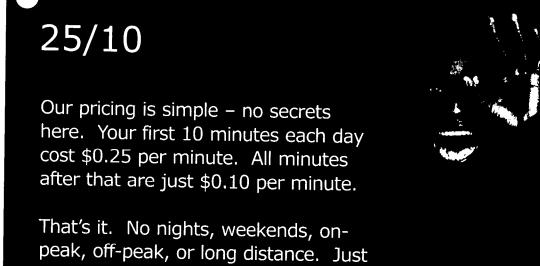
Use your credit card to Top-Up. Register your credit card to Top-Up instantly.

Auto Top-Up

Feeling lazy? Set up Auto Top-Up and we'll add money to your account for you, from your credit card once a month.







one price to pay.

# Big Bonus

Talk all you want. In fact, buy some throat lozenges and bottled water if it'll help.

Because if you use \$50 of paid airtime in a month, we'll add a \$10 bonus to your account. You could get a Big Bonus every month!



# Text messaging

Have something to say? Send a text message.

They're quick, fun, and great for when you want to be a smart-ass without the whole world knowing.

Just 10 cents to send and free to receive.



# International calls

Speak the language? Now's your chance to figure it out.

Call overseas for airtime + base price, on a per minute basis.

Check out the list of international prices at <a href="www.virginmobileusa.com">www.virginmobileusa.com</a>. Set up International Calling by calling Central Intelligence at 1-888-322-1122.





# One touch balance control

Don't get caught with your minutes down.

Access your account using the Balance Button on your Virgin Mobile cell phone.

Make sure your tank is always full.



# Virgin Mobile Alerts

We'll send you Alerts and "Whisper Tones" when your balance gets low. That way you won't run out of airtime and suddenly cut-off the person you're talking to... unless you really want to.



# **Expiration**

It's easy to stay on top of your Virgin Mobile account balance.

Just Top-Up at least \$20 every 90 days.

Kidnapped by aliens? Running from the mob? Hiding under a rock?

If you disappear for 90 days and don't get to Top-Up, your account will expire. Reinstate it quick, or risk losing your phone number.



# Where to go for help

Get help, hints, and all the cellular info you need.

# www.virginmobileusa.com

Log on to manage your account, check out VirginXtras, buy new gear, and browse more pictures of our fabulous models.

# **Central Intelligence**

Our team of brilliant personalities is around to help you out 24/7. Just call 1-888-322-1122 or dial \*VM on your Virgin Mobile phone.





# More fun than... Bail on that lame date. Set a Rescue Ring and save yourself A bucket of ice water, your mom screaming in your ear, or a Virgin Mobile Wake-Up Call. Your choice Laugh it up - Check out Fun Clips and share them with friends

# Listen up

- Music Messenger lets you listen to music clips and pass the groove on to friends
- Use Hit List to vote for your favorite hip clip of the week
- Download fresh Ringtones to your phone



# Entertain yourself

Use our Movies service to:

- Find a flick
- Buy tickets
- Avoid waiting in line
- Have snacks delivered to you in the theater (Yeah, right! Keep dreaming)

I've got something to say.

10 Independence Boulevard | Warren | NJ | 07059 Telephone: 908 607 4000 | Facsimile: 908 626 0472



Contact: Kristi Gates, PR Manager Virgin Mobile USA 908-607-4029 kgates@virginmobileusa.com

### FOR IMMEDIATE RELEASE:

### Virgin Mobile USA Unveils A Brand New Approach To Cellular

New Consumer-Focused Cell Phone Service Is Easy-to-Buy, Easy-to-Use And Will Be
Available At More Than 11,000 U.S. Retail Stores, including Best Buy, Circle K, Circuit City,
Follett Higher Education Group, Media Play, Sam Goody, 7-Eleven, Target Stores,
Virgin Megastores and Winn-Dixie

**WARREN, N.J.** (June 20, 2002) – Virgin Mobile USA, LLC today announced a brand new approach to cellular – a service focused on, and built around the needs of, the youth market. Offering a single "pay-as-you-go" price plan with no contracts to sign and no fine print to analyze, Virgin Mobile is easy-to-buy, easy-to-use and will come fully-loaded with a host of fun music and entertainment features called VirginXtras.

"Virgin Mobile offers a compelling value proposition for the majority of young Americans under 30. This dynamic market segment needs a service that is flexible enough to grow with them yet does not tie them down with a one or two year contract," said Andrew Cole, senior vice president, wireless practice, at research firm Adventis.

Virgin Mobile's simple pricing is new to the U.S. market - just 25 cents per minute for the first ten minutes of each day, and then 10 cents for every minute thereafter. This 25/10 price structure includes voice mail, caller ID, call waiting, long distance, surcharges and taxes. Plus, only Virgin Mobile offers the Big Bonus, any customer who uses \$50 of airtime in a month will automatically receive \$10 of paid airtime absolutely free.

With no peak times and no roaming charges, customers are free to call who they want, when they want. Top-Up (airtime replenishment) is as easy as purchasing a \$20, \$30 or \$50 Top-Up card, and then entering the PIN code directly on their phone. Customers also

have the option of using the PIN code to Top-UP through the Virgin Mobile Web site, <a href="https://www.virginmobileusa.com">www.virginmobileusa.com</a>, or by dialing Central Intelligence (customer care) at 1-888-322-1122 or \*VM (\*86) on their Virgin Mobile phone. If customers choose to register their credit card, they can automatically add money on a monthly basis.

Virgin Mobile's balance button provides customers with a one-click access directly from their cell phone. Customers can also check their account balance on the Web or through Central Intelligence.

Virgin Mobile is initiating its rollout in the Sacramento, California, and Columbus, Ohio, markets on June 23, 2002, and then building its distribution network across the nation. By August 2002, Virgin Mobile expects its cell phone products and services to be available at more than 11,000 U.S. retail outlets, including Best Buy, Circle K, Circuit City, Follett Higher Education Group, Media Play, Sam Goody, 7-Eleven, Target Stores, Virgin Megastores and Winn-Dixie. Also on June 23, 2002, customers across the country will be able to access Virgin Mobile's Web site and Central Intelligence advisors.

"Virgin Mobile is focused on simplifying cellular to better meet the needs of the untapped youth market segment," commented Cole. "Their service has been tailored to appeal to a group which to date has remained significantly underserved. Given the potential of the Virgin brand and the broad scope of the partnerships the company has already put in place, Virgin Mobile USA is well-positioned to make a significant impact in this market."

"We're proud to be the first U.S. cell phone company to offer a cellular service that is exclusively focused on the youth market," said Daniel H. Schulman, chief executive officer of Virgin Mobile USA. "We think our straightforward pricing, entertainment-oriented features and the power of the Virgin brand will be an exciting combination for the youth segment. We're here to change the game."

"The Virgin Mobile promise is about offering customers great value for their money and spectacular service – all wrapped in the fun and irreverence of the Virgin brand," said Sir Richard Branson, chairman of the Virgin Group. "And we're ready to deliver. All the elements are now in place to take the U.S. youth market by storm – from our customized phones, to our phenomenal distribution partners, innovative VirginXtras, dedicated Central Intelligence Team and solid technology backbone."

### **Customized Cell Phones**

Virgin Mobile is the first U.S. cell phone company to offer phones with a personality. Both the Party Animal (Kyocera 2119) and the Super Model (Kyocera 2255) will be available across the country by August 2002. The Party Animal retails for \$99 and is appropriately titled for its interchangeable faceplates, numerous games and ringtones to pass the time, as well as storage for up to 200 phone numbers of all those close, personal friends. The Super Model sports a slim design and retails for \$129. This cellular beauty features voice-activated dialing and fashionable screen savers, as well as a slew of games, ringtones and enough phone number storage to keep in touch with every photographer and agent in town. Customers will find these cellular lookers nestled inside one of Virgin Mobile's bright red clamshell-style Starter Packs, which includes a charger, starter guide, a \$10 Top-Up card and extra faceplates (for the Party Animal on the go).

### **Phenomenal Distribution Partners**

Virgin Mobile built a distribution network based on the places where young Americans shop. The company's Starter Pack will be available in more than 3,000 U.S. retail outlets, including Best Buy, Circuit City, Follett Higher Education Group, Media Play, Target Stores, Sam Goody and Virgin Megastores. Both Sam Goody and Virgin Megastores have agreed to exclusively offer Virgin Mobile's products and services. Customers will also find Virgin Mobile's Top-Up cards at their local Circle K, 7-Eleven or Winn-Dixie, totaling more than 8,000 U.S. locations.

### Fun Features (VirginXtras)

Virgin Mobile offers the following exciting features:

- Rescue Ring That blind date in two hours could be fun—or a major disaster. Virgin Mobile customers can schedule a Rescue Ring to call them up at the perfect "escape time." The Rescue Ring features totally original Virgin Mobile content and outrageous personalities for a completely unique experience. And if the date's going well, they can always tell the "caller" that they'll get back to them tomorrow!
- Wake Up Call ~ For those who need a little help getting out of bed in the morning, Virgin
  Mobile USA offers its customers the chance to wake up to totally original Virgin Mobile
  messages from a variety of cheeky personalities. You can be assured that this will be no
  run-of-the-mill awakening!

- Ringtones A huge selection of tunes that will satisfy even the hippest of customers by keeping them singing along.
- Fun Clips Waiting for the bus with no end in sight? Fun Clips gives Virgin Mobile customers a good way to pass the time. They can use their handset to listen to various audio clips, jokes, gossip and more. Then they can share the fun by texting friends to get them to listen in too.
- Hit List The Hit Lists lets the world know what music is worth spreading around. Virgin
  Mobile customers can use their handsets to listen to and vote on a top ten list of hit
  songs. After voting, customers can hear the percentage of other subscribers who either
  "loved it" or "hated it."
- Music Messenger Friends don't let friends listen to bad music. Music Messenger lets
   Virgin Mobile customers tap into a top ten song list, and then shoot an SMS message to a friend encouraging them to check out a hot new track.
- Movies Want to catch a flick? Get showtimes and buy tickets in advance right over your Virgin Mobile phone.
- Groups Whatever our customers are in to, they can find people with similar interests.

  Customers can check it out from their phone or Virgin Mobile's Web site.

Plus, customers can text message their discerning opinions on, well, anything. (Yes, by August 2002, Virgin Mobile expects that its customers will be able to send/receive text messages to/from their friends on other carriers.)

VirginXtras menus are free to browse and customers only pay for airtime when they use the application. Ringtones are \$1 per download, text messages are free to receive and just \$.10 to send and 411 is a \$.95 flat fee plus regular airtime.

### Personalized Central Intelligence (customer care)

Virgin Mobile is the first U.S. carrier to create a voice and personality behind customer care through its Central Intelligence Team. Supported by a fully-integrated partnership with ICT Group, the Central Intelligence Team will deliver around-the-clock service, helping customers purchase and activate their phones, Top-Up their accounts, access account information and learn more about the cell phones' features and functionality. Happy to help all inquiring minds, ICT Group's fun and highly qualified team will answer every question pertaining to Virgin Mobile.

### Rock Solid Backbone

Virgin Mobile was built from the ground up by the best technology partners in the business. Brightpoint is assembling the Virgin Mobile Starter Pack, maintaining and managing inventory flow, and overseeing fulfillment for the company's top distribution channels. Telcordia is serving as the real-time "billing engine" by managing the customer balance and transaction information, which makes activating an account or knowing when it's time to Top-Up a seamless and painless experience for Virgin Mobile customers. BEA's WebLogic Enterprise Platform™ will serve as the central communications hub by connecting all aspects of the Virgin Mobile service − including its cellular network backbone, customer relationship management (CRM) system, customer balance and purchase data, distribution centers, Web interface and financial systems software. Finally, Virgin Mobile selected Siebel call center technology to support Central Intelligence. An industry-specific rather than custom-built application, Siebel eCommunications will provide Virgin Mobile with both fast deployment and cost-efficiency.

### **About Virgin Mobile USA**

Virgin Mobile USA, LLC is a joint venture between Sir Richard Branson's Virgin Group, and Sprint, which operates the largest all-digital, all-PCS nationwide wireless network. Established in October 2001, Virgin Mobile is the first mobile virtual network operator (MVNO) in the United States and is the first U.S. company to create a step-down price plan with no contracts to sign and no fine print. Under the arrangement with Sprint, Virgin Mobile will utilize Sprint's wireless network to deliver service to its customers, while retaining all responsibility for customer service and subscriber maintenance.

Virgin Mobile's service includes long distance, voicemail, caller ID, call waiting, text messaging and directory assistance. All customers will also receive VirginXtras - a host of music, entertainment, group messaging and just plain fun features that add flair to the cellular experience. Virgin Mobile cell phones will be available in more than 3,000 U.S. retail outlets, including Best Buy, Circuit City, Follett Higher Education Group, Media Play, Sam Goody, Target Stores and Virgin Megastores. The Company's Top-Up cards will also be available in more than 8,000 U.S. Circle K, 7-Eleven and Winn-Dixie stores. For those customers who are perpetually plugged-in, Virgin Mobile's cellular products and services are available 24/7 through the Web at <a href="https://www.virginmobileusa.com">www.virginmobileusa.com</a> and Virgin Mobile's Central Intelligence number at 1-888-322-1122.

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John Chier Fleishman-Hillard, for Kyocera Wireless Corp. 619-235-9995 chierj@fleishman.com

FOR IMMEDIATE RELEASE:

### Virgin Mobile USA is Exclusive with Kyocera Wireless Corp.

Unique Relationship Enables Virgin Mobile USA To Completely Customize

Its Cellular Products and Services

SAN DIEGO and WARREN, N.J. (June 20, 2002) – Virgin Mobile USA, LLC today announced that Kyocera Wireless Corp., one of the top three U.S. cell phone manufacturers, will be its exclusive cell phone provider when its wireless service launches on June 23, 2002. The strategic agreement, which is exclusive through February 2003, enables Virgin Mobile to customize Kyocera's 2119 and 2255 cell phones. Kissing boring cell phone names good-bye, the phone known as the Kyocera 2119 is now appropriately named "The Party Animal" and the lightweight Kyocera 2255 is called "The Super Model." Both phones will sport the Virgin Mobile logo and come equipped with VirginXtras, a host of tailored entertainment and music features that enable customers to do anything from set a Rescue Ring to share music files. Kyocera also agreed to customize a variety of phone management functions such as Virgin Mobile's menu structure, messaging capabilities and balance button, which lets customers check the status of their minutes through a simple push of a button. Additional Kyocera cell phones are scheduled to undergo a Virgin Mobile personality change later in the year.

"We chose to partner with Kyocera Wireless Corp. because they understand the needs of our target market," said Daniel H. Schulman, chief executive officer of Virgin Mobile USA. "Young Americans demand individual attention. This relationship enables us to create a personality for our customer's cell

phone while adding Virgin Mobile-specific features – the VirginXtras - that are tailored to fit this market's entertainment-focused and music-centric lifestyle."

"We're thrilled that Virgin Mobile chose us as its exclusive partner," said Skip Speaks, president and chief operating officer at Kyocera Wireless Corp. "We are confident that Virgin Mobile will be the consumer's champion and we believe that these customers will get the best of both worlds – a fun, innovative cell phone service that is reasonably priced."

The Party Animal's suggested retail price is \$99, while the Super Model will retail for \$129. The Party Animal is appropriately titled for its interchangeable faceplates, numerous games and ringtones to pass the time, and storage for up to 200 phone numbers of all those close, personal friends. The Super Model sports a slim design, of course, but this beauty also features voice-activated dialing and fashionable screen savers, as well as a slew of games, ringtones and enough phone number storage to keep in touch with every photographer and agent in town.

Customers will find these cellular lookers nestled inside one of Virgin Mobile's bright red clamshell-style Starter Packs, which also includes a charger, starter guide, a \$10 Top-Up card (for airtime replenishment), extra faceplates (for the Party Animal on the go) and a few surprises. Virgin Mobile USA will offer its service in 47 states, Puerto Rico and the Virgin Islands and phones will be available through more than 3,000 retail locations including Best Buy, Circuit City, Follett Higher Education Group, Media Play, Sam Goody, Target Stores and Virgin Megastores.

Virgin Mobile is solely committed to designing its cellular products and services around the needs of young Americans. Focusing on fun and entertainment-oriented applications, Virgin Mobile's customized features like VirginXtras and text messaging to keep customers entertained when the same old conversations won't do it anymore. By creating one price plan with no contracts to sign and no fine print, Virgin Mobile offers a world without hidden charges. The pricing is simple – just 25 cents per minute for the first ten minutes of each day, and then 10 cents for every minute thereafter. Using as much or as little airtime as they want, customers can simply Top-Up their Virgin Mobile account as needed. With great rates, fast setup and easy payment options, Virgin Mobile customers talk more and pay less.

### About Virgin Mobile USA

Virgin Mobile USA, LLC is a joint venture between Sir Richard Branson's Virgin Group, and Sprint, which operates the largest all-digital, all-PCS nationwide wireless network. Established in October 2001, Virgin Mobile is the first mobile virtual network operator (MVNO) in the United States and is the first U.S. company to create a step-down price plan with no contracts to sign and no fine print. Under the arrangement with Sprint, Virgin Mobile will utilize Sprint's wireless network to deliver service to its customers, while retaining all responsibility for customer service and subscriber maintenance.

Virgin Mobile's service includes long distance, voicemail, caller ID, call waiting, text messaging and directory assistance. All customers will also receive VirginXtras - a host of music, entertainment, group messaging and just plain fun features that add flair to the cellular experience. Virgin Mobile cell phones will be available in more than 3,000 U.S. retail outlets, including Best Buy, Circuit City, Follett Higher Education Group, Media Play, Sam Goody, Target Stores and Virgin Megastores. The Company's Top-Up cards will also be available in more than 8,000 U.S. Circle K, 7-Eleven and Winn-Dixie stores. For those customers who are perpetually plugged-in, Virgin Mobile's cellular products and services are available 24/7 through the Web at www.virginmobileusa.com and Virgin Mobile's Central Intelligence number at 1-888-322-1122.

### **About Kyocera Wireless Corp.**

San Diego-based Kyocera Wireless Corp. is a leading producer of innovative, feature-rich CDMA handsets and accessories for customers worldwide. The company has won city, state and federal awards for its environmentally friendly manufacturing and recycling practices, and is an active member of the City of San Diego Climate Wise/Energy Star Program. For more information, please visit the Kyocera Wireless Corp.

Kyocera Corporation (NYSE: KYO), the parent and global headquarters of the Kyocera Group, was founded in 1959 as a producer of advanced ceramics. By combining these engineered materials with metals and plastics, and integrating them with other technologies, Kyocera has become a leading supplier of telecommunications equipment, semiconductor packages, electronic components, cameras, laser printers, copiers, solar energy systems and industrial ceramics. During the year ended March 31, 2002, Kyocera Corporation's consolidated net sales totaled US\$7.78 billion (JPY 1,034,574 million) with net income of US\$240.25 million (JPY 31,953 million).

# # #

Kyocera is a registered trademark of Kyocera Corporation. All other trademarks or registered trademarks are the property of their respective owners.

I'd rather be a text message.

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### FOR IMMEDIATE RELEASE:

### Best Buy Seals The Deal With Virgin Mobile USA

MINNEAPOLIS and WARREN, N.J. (June 20, 2002) — Best Buy Co., Inc. (NYSE:BBY) today announced that it sealed a distribution deal with Virgin Mobile USA, LLC. Whether customers live in New York City or Seattle, Wash., they will find Virgin Mobile entertainment-oriented cell phones in the cellular section of Best Buy, Media Play and Sam Goody, totaling nearly 1,000 U.S. stores by August 2002. Additionally, Sam Goody, Best Buy Co., Inc.'s mall-based retail store, will exclusively offer Virgin Mobile's products and services.

"We believe that Best Buy's commitment to the youth cellular market is what makes this relationship unique," said Daniel H. Schulman, chief executive officer of Virgin Mobile USA. "When people walk into Best Buy's stores, they expect access to the newest electronic devices and music releases. This relationship fuels those expectations by offering a service that is tailored to fit the needs of their customers."

"It is our mission to provide electronic enthusiasts with great, affordable products that are easy to purchase," said Richard M. Schulze, founder, chairman and chief executive officer of Best Buy, Co., Inc. "Virgin Mobile appeals to our youth oriented market segment by being a powerful, edgy brand that offers an innovative, entertainment-focused mobile phone service."

Virgin Mobile is solely committed to designing cellular products and services around the needs of young Americans. Focusing on fun and entertainment-oriented applications, Virgin Mobile's customized features like VirginXtras and text messaging keep customers entertained when the same old conversations won't do it anymore. By creating one price plan with no contracts to sign and no fine

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### About Best Buy Co., Inc.

Minneapolis-based Best Buy Co., Inc. (NYSE: BBY) is North America's number one specialty retailer of consumer electronics, personal computers, entertainment software and appliances. The Company operates retail stores and commercial web sites under the names: Best Buy (BestBuy.com), Future Shop (FutureShop.ca); Magnolia Hi-Fi (MagnoliaHiFi.com), Media Play (MediaPlay.com), On Cue (OnCue.com), Sam Goody (SamGoody.com), and Suncoast (Suncoast.com). The Company reaches consumers through more than 1,900 retail stores in the U.S., Canada, Puerto Rico and the U.S. Virgin Islands. For more information on Best Buy, visit our virtual pressroom at http://onlinepressroom.net/bestbuy.

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Bill Cimino, Manager of Media Relations Circuit City 804-418-8163 Bill Cimino@circuitcity.com

### **FOR IMMEDIATE RELEASE:**

### Virgin Mobile USA Plugs Into Circuit City

RICHMOND, VA., and WARREN, N.J. (June 20, 2002) - Circuit City (NYSE: CC) and Virgin Mobile USA, LLC today announced that Circuit City will offer Virgin Mobile's complete line of cell phone products and services in more than 550 Circuit City stores. The two companies are combining forces to help Virgin Mobile's cellular service surge into the 15- to 30-year-old market segment.

"Circuit City is a leading national retailer of brand-name consumer electronics, personal computers, entertainment software as well as cell phone products and services," said Daniel H. Schulman, chief executive officer of Virgin Mobile USA. "This agreement not only aligns Virgin Mobile with a distribution powerhouse, it also further positions Virgin Mobile in the mainstream cellular market."

"We are excited to offer Virgin Mobile to our customers," said W. Alan McCollough, chairman and chief executive officer of Circuit City Stores, Inc. "Virgin Mobile's innovative products and services present a tremendous value to our customers. Virgin Mobile products will be available in our stores and online at circuitcity.com."

Virgin Mobile is solely committed to designing cellular products and services around the needs of young Americans. Focusing on fun and entertainment-oriented applications, Virgin Mobile's customized features like VirginXtras and text messaging keep customers entertained when the same old conversations won't do it anymore. By creating one price plan with no contracts to sign and no fine print, Virgin Mobile offers a world without hidden charges. The pricing is simple - just 25 cents per minute for the first ten minutes of each day, and then 10 cents for every minute thereafter. Using as much or as little airtime as they want, customers can simply Top-Up their Virgin Mobile account as

needed. With great rates, fast setup and easy payment options, Virgin Mobile customers talk more and pay less.

### About Virgin Mobile USA, LLC

Virgin Mobile USA, LLC is a joint venture between Sir Richard Branson's Virgin Group, and Sprint, which operates the largest all-digital, all-PCS nationwide wireless network. Established in October 2001, Virgin Mobile is the first mobile virtual network operator (MVNO) in the United States and is the first U.S. company to create a step-down price plan with no contracts to sign and no fine print. Under the arrangement with Sprint, Virgin Mobile will utilize Sprint's wireless network to deliver service to its customers, while retaining all responsibility for customer service and subscriber maintenance.

Virgin Mobile's service includes long distance, voicemail, caller ID, call waiting, text messaging and directory assistance. All customers will also receive VirginXtras - a host of music, entertainment, group messaging and just plain fun features that add flair to the cellular experience. Virgin Mobile cell phones will be available in more than 550 Circuit City retail stores. For those customers who are perpetually plugged-in, Virgin Mobile's cellular products and services are available 24/7 through the Web at <a href="https://www.virginmobileusa.com">www.virginmobileusa.com</a> and Virgin Mobile's Central Intelligence number at 1-888-322-1122.

### **About Circuit City**

With 603 Circuit City Superstores and 19 mall-based Circuit City Express stores, Circuit City operates more consumer electronics specialty Superstores in more markets than any other retailer. Circuit City's online site, CircuitCity.com, offers an integrated clicks-and-mortar experience with a comprehensive selection of consumer electronics, personal computers, movies, music and games; extensive product information; and Express Pick-up, which allows customers to order online and pick up in store. Virgin Mobile cell phones will be available in more than 550 Circuit City retail stores and online. Headquarters for Circuit City Stores, Inc. (NYSE: CC, KMX) are located in Richmond, Va.

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Letters...How primitive.

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### **FOR IMMEDIATE RELEASE:**

### 7-Eleven® Makes Virgin Mobile USA Airtime Convenient

**NEW YORK and WARREN, N.J. (June 20, 2002)** – 7-Eleven, Inc. and Virgin Mobile USA, LLC today announced that beginning in July Virgin Mobile's Top-Up cards (for cellular airtime replenishment) will be available at up to 5,000 or more participating U.S. 7-Eleven stores. Once customers purchase a \$20, \$30 or \$50 Top-Up card from their local participating 7-Eleven store, they simply enter the PIN code (located on the back of their card) to directly Top-Up on their Virgin Mobile cell phone. Customers also have the option of using the PIN code to Top-UP through the Web at www.virginmobileusa.com or with Virgin Mobile's Central Intelligence, (reached at 1-888-322-1122 or by dialing \*VM (\*86) on their Virgin Mobile phone).

"Virgin Mobile is tailoring its innovative cell phone service around the needs of the youth market," said Tim McCallum, product director for Services at 7-Eleven, Inc.. "With the addition of Virgin Mobile Top-Up cards, 7-Eleven extends its selection of prepaid solutions with cellular service time that is easy-to-buy and easy-to-use."

"Our partnership with 7-Eleven is about convenience. Young Americans already stop by their local 7-Eleven to grab a Slurpee® drink or a snack, now they'll also be able to Top-Up their Virgin Mobile account," said Daniel H. Schulman, chief executive officer of Virgin Mobile USA. "7-Eleven is a leading Pay-As-You-Go retailer that already serves our target market and we're thrilled that our Top-Up cards will be available in the places where so many young Americans shop."

Virgin Mobile is solely committed to designing cellular products and services around the needs of young Americans. Focusing on fun and entertainment-oriented applications, Virgin Mobile's customized features like VirginXtras and text messaging keep customers entertained when the same old

conversations won't do it anymore. By creating one price plan with no contracts to sign and no fine print, Virgin Mobile offers a world without hidden charges. The pricing is simple – just 25 cents per minute for the first ten minutes of each day, and then 10 cents for every minute thereafter. Using as much or as little airtime as they want, customers can simply Top-Up their Virgin Mobile account as needed. With great rates, fast setup and easy payment options, Virgin Mobile customers talk more and pay less.

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Virgin Mobile's service includes long distance, voicemail, caller ID, call waiting, text messaging and directory assistance. All customers will also receive VirginXtras - a host of music, entertainment, group messaging and just plain fun features that add flair to the cellular experience. Virgin Mobile Top-Up cards will be available in up to 5,000 U.S. 7-Eleven retail outlets. For those customers who are perpetually plugged-in, Virgin Mobile's cellular products and services are available 24/7 through the Web at www.virginmobileusa.com and Virgin Mobile's Central Intelligence number at 1-888-322-1122.

### **About 7-Eleven**

7-Eleven, Inc. is the premier name and largest chain in the convenience retailing industry and is observing its 75th anniversary in 2002. Headquartered in Dallas, Texas, 7-Eleven, Inc. operates or franchises approximately 5,800 7-Eleven® stores in the United States and Canada and licenses approximately 17,000 7-Eleven stores in 17 other countries and territories throughout the world. During 2001, 7-Eleven stores worldwide generated total sales of more than \$31 billion. Find out more online at www.7-Eleven.com.

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### FOR IMMEDIATE RELEASE:

### Virgin Mobile USA Is Virgin Megastores' One And Only

LOS ANGELES and WARREN, N.J. (June 20, 2002) – Virgin Entertainment Group, North America and Virgin Mobile USA, LLC today announced that Virgin Mobile will be the first and only cell phone service to be showcased in all U.S. Virgin Megastores. These two leading Virgin Group companies are joining forces to utilize Virgin's powerful brand to prominently display Virgin Mobile's cell phone service in all 21 U.S. Virgin Megastores.

"Whether it's Virgin Megastores or Virgin Mobile, customers count on the Virgin brand to represent fun, innovation, great value for money, and to go beyond the expected in everything we do," said Glen Ward, CEO, Virgin Entertainment Group, North America. "Virgin Mobile is changing the game by incorporating all these elements into a cellular product while bringing the Virgin magic deeper into the lives of our customers."

"By focusing on our entertainment-oriented applications, we are further expanding our distribution into nontraditional cellular stores," said Daniel H. Schulman, chief executive officer of Virgin Mobile USA. "Virgin Megastores are prominently located in cities where trends begin. We are absolutely thrilled that this entertainment destination will exclusively feature our cellular products and services within a well-established Virgin brand environment."

Virgin Mobile is solely committed to designing cellular products and services around the needs of young Americans. Focusing on fun and entertainment-oriented applications, Virgin Mobile's customized features like VirginXtras and text messaging keep customers entertained when the same old conversations won't do it anymore. By creating one price plan with no contracts to sign and no fine print, Virgin Mobile offers a world without hidden charges. The pricing is simple – just 25 cents per minute for the first ten minutes of each day, and then 10 cents for every minute thereafter. Using as much or as little airtime as they want, customers can simply Top-Up their Virgin Mobile account as

needed. With great rates, fast setup and easy payment options, Virgin Mobile customers talk more and pay less. Easy to use. Entertaining. More for your money. It's just part of The Complete Collection from Virgin Megastores.

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**About Virgin Entertainment Group** 

Virgin Entertainment Group is the world's leading multi-channel music and entertainment retailer, providing customers with a range of superior entertainment experiences through a family of integrated Virgin-branded businesses. The "category killer" Virgin Megastores and Virgin Megastore Online at <a href="https://www.virginmega.com">www.virginmega.com</a> are integral parts of a strategy to provide entertainment customers with what they want, how they want it, and when they want it.

For more information, or to check out the location of the nearest Virgin retail go to www.virginmega.com.

# # #

I've got something to say.

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Karen Arsenault ICT Group, Inc. 267-685-5092 karsenault@ictgroup.com

### FOR IMMEDIATE RELEASE:

### Virgin Mobile USA And ICT Group Unveil Central Intelligence

New Partnership Creates Seamless Environment for Virgin Mobile USA Customers

**NEWTOWN, PA. and WARREN, N.J. (June 20, 2002)** - Virgin Mobile USA, LLC and ICT Group, Inc. (NASDAQ: ICTG) today unveiled the voice and personality behind Virgin Mobile's customer care – the Central Intelligence Team. When customers want to connect with Virgin Mobile or simply need to ask a few questions about its innovative cellular service, they will dial Central Intelligence at 1-888-322-1122 or \*VM (\*86) on their Virgin Mobile phone. Happy to help all inquiring minds, ICT Group's fun and first rate team will answer every customer service question pertaining to Virgin Mobile.

"We believe that providing outstanding customer service is not only possible, but can be a true competitive differentiator," said Daniel H. Schulman, chief executive officer of Virgin Mobile USA. "This partnership further enables us to be available and responsive. ICT Group's committed Central Intelligence Team will play an essential role by relating to our customers, answering their questions, and selling our products and services."

Responsible for all aspects of the customer relationship lifecycle, ICT Group is building a Central Intelligence Team that is 100 percent dedicated to Virgin Mobile. ICT Group will also expand the location of its Spokane, Wash., contact center to specifically handle Virgin Mobile's call volume.

"From the customer's point-of-view, ICT Group and Virgin Mobile have created a seamless environment," said John J. Brennan, chairman and chief executive officer of ICT Group. "Together we will prove that Virgin Mobile is the consumer's champion."

Delivering around-the-clock support, the Central Intelligence Team will help customers purchase and activate their phones, Top-Up their accounts, access account information, and learn about the cell phone's features and functionality. Customers can access Central Intelligence by dialing 1-888-322-1122 from any home or office phone, visiting <a href="www.virginmobileusa.com">www.virginmobileusa.com</a> or sending a direct e-mail. Additionally, customers can reach the team by dialing \*VM (\*86) on their Virgin Mobile phone. After connecting with Central Intelligence, customers can chat directly with team members via phone, e-mail, two-way Web collaboration, or interactive chat sessions. The Central Intelligence Team will offer Spanish speaking advisors with additional languages scheduled later this year, as well as TTY services for hearing impaired customers.

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### **About ICT Group**

ICT Group, headquartered inNewtown, Pa., is a leading global provider of integrated customer relationship management (CRM) solutions. The company helps clients identify, acquire, retain, service, measure and maximize the lifetime value of their customer relationships. The company manages CRM service operations in the U.S., Europe, Canada, Australia and the Caribbean from which it supports domestic and multinational corporations and institutions, primarily in the financial, insurance, telecommunications, healthcare, information technology, media and energy services industries. ICT Group also offers a full suite of hosted CRM solutions, for use by clients at their own in-house facility or on a co-sourced basis in conjunction with ICT Group 's fully compatible Web-enabled customer service operations. To learn more about ICT Group, visit the company's Web site at www.ictgroup.com.

I'd rather be a text message.

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### FOR IMMEDIATE RELEASE:

### Screaming Media And BeVocal Make Virgin Mobile USA Services Sing

Virgin Mobile USA Will Captivate Youth Cellular Market with Fun Suite of Voice-Driven Entertainment Features

### NEW YORK, NY, MOUNTAIN VIEW, CA, and WARREN, N.J. (June 20, 2002) -

Virgin Mobile USA, LLC, today announced that it has called on ScreamingMedia (NASDAQ: SCRM) and BeVocal to provide voice-driven entertainment applications for its VirginXtras – an exciting suite of music, fun, groups and entertainment features. New York City-based ScreamingMedia provides information, technology and tools for a range of industries and platforms, while the Mountain View, California-based BeVocal is a voice software company serving the telecom market.

Designed to entertain and enthrall both teens and young adults, the easy-to-use VirginXtras are a host of features that let Virgin Mobile customers listen to, send and vote on music clips, schedule a celebrity wake-up call or catch up on jokes, rumors and gossip — all through the use of simple voice commands.

"Research shows that young people have an extremely interactive relationship with their cell phones. The youth segments are major consumers of features like changeable ringtones and faceplates, mobile games, text messaging and more," said Daniel H. Schulman, chief executive officer of Virgin Mobile USA. "Pairing one of young people's top activities, talking on the phone, with the right kind of content and features is a powerful combination – but one that just hasn't been delivered by current U.S. cellular options. Thanks to ScreamingMedia and BeVocal, our customers will simply tell the phone what they want, and get instant access to games, music, friends, entertainment – you name it."

### Virgin Mobile USA's VirginXtras

To those in the know, the VirginXtras are a host of integrated voice, WAP and Web applications available to all Virgin Mobile USA subscribers. But to Virgin Mobile's customers – they're just plain fun. ScreamingMedia's information services paired with BeVocal's voice platforms and applications software power this sweet set of Virgin-branded content:

- Rescue Ring That blind date in two hours could be fun—or a major disaster. Virgin Mobile customers can schedule a Rescue Ring to call them up the perfect "escape time." The Rescue Ring features totally original Virgin Mobile content and outrageous personalities for a completely unique experience. And if the date's going well, they can always tell the "caller" that they'll get back to them tomorrow!
- Wake-Up Call For those who need a little help getting out of bed in the morning,
   Virgin Mobile USA offers its customers the chance to wake up to totally original
   Virgin Mobile messages from a variety of cheeky personalities. You can be assured that this will be no run-of-the-mill awakening!
- <u>Hit List</u> The Hit Lists lets the world know what music is worth spreading around.
   Virgin Mobile customers can use their handsets to listen to and vote on a top ten list of hit songs. After voting, customers can hear the percentage of other subscribers who either "loved it" or "hated it."
- <u>Music Messenger</u> Friends don't let friends listen to bad music. Music Messenger let Virgin Mobile customers tap into a top ten song list, and then shoot an SMS message to a friend encouraging them to check out a hot new track.
- <u>Fun Clip</u> Waiting for the bus with no end in sight? Fun Clips gives Virgin Mobile customers a good way to pass the time. They can use their handset to listen to various audio clips, jokes, gossip and more. Then they can share the fun by texting friends to get them to listen in too.

"Virgin Mobile is pioneering an entirely new class of cellular services designed specifically to appeal to the growing youth market," said David Hood, CEO of BeVocal. "Virgin's style and distinctive brand are sure to be a hit with young adults nationwide – a category that's looking for cellular services that are hip and fun. BeVocal is pleased to be working alongside ScreamingMedia to power this breakthrough offering."

"The youth market is a demanding segment," said Steve Spencer, CTO of ScreamingMedia. "Generic, one-size-fits all content offerings just won't fly with this group. Which is why we're excited that Virgin Mobile tapped us to work with BeVocal to deliver a suite of youth-focused services that are unlike anything else currently available in the cellular arena. This kind of customization is what ScreamingMedia is all about."

ScreamingMedia's solutions add compelling, customized applications and information to any access or service provider's portfolio. Its hosted portal-based applications offer both user personalization and alerting capabilities, and can be tailored to reflect a company's unique brand.

BeVocal's Entertainment Solutions include voice-enabled applications for games, music, messaging and information. These services are available to carriers on a hosted or in-network basis and can be easily customized to build a carrier's brand image via the use of music, audio chimes and celebrity voice talent. The solutions also plug into WAP and Web services, enabling a user to choose his or her preferred method of communication.

Virgin Mobile is solely committed to designing its cellular products and services around the needs of young Americans. Focusing on fun and entertainment-oriented applications, Virgin Mobile's customized features like VirginXtras and text messaging to keep customers entertained when the same old conversations won't do it anymore. By creating one price plan with no contracts to sign and no fine print, Virgin Mobile offers a world without hidden charges. The pricing is simple – just 25 cents per minute for the first ten minutes of each day, and then 10 cents for every minute thereafter. Using as much or as little airtime as they want, customers can simply Top-Up their Virgin Mobile account as needed. With great rates, fast setup and easy payment options, Virgin Mobile customers talk more and pay less.

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### **About ScreamingMedia**

ScreamingMedia (Nasdaq: SCRM) provides information, technology and tools to the enterprise. The company's solutions power better, faster and more informed decisions in three core market segments: Financial Services by providing web and wireless investment information and analytical tools; Corporate Information by deploying business information and applications to corporate portals; and Access Platforms by delivering real-time, actionable consumer information to a variety of platforms including wireless applications, ISPs, iTV, kiosks, and virtually any platform. ScreamingMedia is headquartered in New York City and has offices in San Francisco, Calif.; and Coralville, Iowa. For more information, visit ScreamingMedia's website at <a href="https://www.screamingmedia.com">www.screamingmedia.com</a>.

### About BeVocal, Inc.

BeVocal creates voice software that helps telecom companies generate more money from their networks. Customers including BellSouth, Cingular and Virgin Mobile USA use BeVocal's platforms and applications to deliver voice dialing, messaging, entertainment and customer care services. These services help carriers increase revenue and retention, improve customer service and reduce operating costs. Developers worldwide build high-quality voice applications using the BeVocal Café (<a href="http://cafe.bevocal.com">http://cafe.bevocal.com</a>), ranked as the industry's top VoiceXML development environment by CT Labs. BeVocal is headquartered in Mountain View, California. For additional information call 650-210-8600 or visit <a href="http://www.bevocal.com">http://www.bevocal.com</a>.

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Letters...How primitive.

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J. Mark Howell, President, North America Brightpoint, Inc. 317-707-2355 mark.howell@brightpoint.com

### FOR IMMEDIATE RELEASE:

### Brightpoint Logistical Expertise Keeps Virgin Mobile USA Phones Flowing Across the Country

INDIANAPOLIS, and WARREN, N.J. (June 20, 2002) – Brightpoint, Inc. (Nasdaq: CELL) and Virgin Mobile USA, LLC today announced that Brightpoint North America L.P. will provide America's newest cell phone company with a range of integrated services focused around packaging, distribution and fulfillment. Brightpoint will play a major role in ensuring that Virgin Mobile Starter Packs are assembled, smartly distributed to online or offline partners, and efficiently returned or repaired.

Virgin Mobile is leveraging Brightpoint's extensive experience in handling third-party logistics for the wireless telecommunications and data industry. Key aspects of Brightpoint's role include assembling the bright red clamshell-style packaging of the Virgin Mobile Starter Pack, maintaining and managing inventory flow, and overseeing fulfillment for Virgin Mobile's top distribution channels – including Best Buy, Circuit City, Follett Higher Education Group, Media Play, Sam Goody, Target Stores and Virgin Megastores. Brightpoint will put its extensive experience in servicing the needs of retailers to work by ensuring that the Virgin Mobile distribution system is characterized by both speed and excellence.

"We recognize that Virgin Mobile is serving a demanding sector of the marketplace – people under the age of 30 who thrive on convenience and speed," said J. Mark Howell, President of Brightpoint, Inc. "With our experience in handling all aspects of cell phone packaging, inventory management and fulfillment, we're confident that we can ensure a smooth and constant flow of product that will live up to the level of customer service Virgin Mobile is building."

"Logistics are not the sexy end of the cellular business – but excellence and expertise in all aspects of the assembly and fulfillment process are absolutely critical to creating an easy, seamless customer experience," said Daniel H. Schulman, chief executive officer of Virgin Mobile USA. "When it comes to logistical services, we're very pleased that Brightpoint will be on the case. They are proven leaders in channel management and fulfillment in the cellular market."

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### **About Brightpoint**

Brightpoint Inc. is one of the world's largest distributors of mobile phones. Brightpoint supports the global wireless telecommunications and data industry, providing quickly deployed, flexible and cost effective third party solutions. Brightpoint's innovative services include distribution, channel management, fulfillment, eBusiness solutions and other outsourced services that integrate seamlessly with its customers. Additional information about the Company can be found on its website at www.brightpoint.com or by calling its toll-free Investor Relations Information line at 877-IIR-CELL (877-447-2355).

Certain information in this press release may contain forward-looking statements regarding future events or the future performance of Brightpoint. These statements are only predictions and actual events or results may differ materially. Please refer to the documents the Company files, from time to time, with the Securities and Exchange Commission; specifically, Brightpoint's most recent Form 10-K, Form 10-Q and Exhibits 99, thereto. These documents contain and identify important risk factors that could cause the actual results to differ materially from those contained in or implied by these forward-looking statements. These risk factors include, without limitation, the ability of both parties to perform under the contract. Readers are cautioned not to place undue reliance on these forward-looking statements that speak only as of the date these statements were made. Brightpoint undertakes no obligation to update any forward-looking statements contained in this press release.

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### FOR IMMEDIATE RELEASE:

### Telcordia Makes Account Creation/Management A Snap For Virgin Mobile USA Customers

MORRISTOWN and WARREN, N.J. (June 20, 2002) – Telcordia Technologies, Inc. and Virgin Mobile USA, LLC today announced the deployment of the Telcordia™ Prepaid Services solution, which supports a range of Virgin Mobile voice and data capabilities – including those that help Virgin Mobile customers quickly set-up their cellular accounts and manage their balances.

Aimed at savvy 15- to 30-year-olds, Virgin Mobile's cellular service is designed to be fast, flexible and easy-to-use. Serving as the real-time "billing engine" by managing the customer balance and transaction information, Telcordia will help to make activating an account or knowing when it's time to Top-Up (replenish airtime) a seamless and efficient experience for Virgin Mobile customers.

"By partnering with a proven leader in global mobility solutions, we're ensuring that our customers are getting the secure, real-time updates they need to manage their accounts," said Daniel H. Schulman, chief executive officer of Virgin Mobile USA. "It is just another way that Virgin Mobile is innovating the U.S. cellular market by offering services that are totally focused on customer needs. Another great benefit for us is that the Telcordia flexible, open platform facilitates easy integration with our other key technology partners."

"We are very excited to be a part of Virgin Mobile's innovative new offering for this underserved sector of the U.S. cellular market," said Carl P. Lewis, vice president, Network Solutions and Services, Telcordia. "Telcordia mobility solutions deliver not just a flexible and scalable platform, but also the people and the experience needed to harness the full potential of Virgin Mobile's service. As one of its core technology partners, our primary goal is aligned with that of Virgin Mobile – to provide consistently outstanding service to a highly-demanding demographic."

Telcordia Prepaid Service - part of Telcordia Mobility Solutions - features the Telcordia™ ISCP® System, award-winning Telcordia™ SPACE® Service Creation & Provisioning System and Telcordia™ Open Services Gateway. This highly reliable Mobility Solutions platform boasts more than 200 production sites with over 23 global customers, including major cellular service providers on four continents. Telcordia mobility capabilities are based on open interfaces with a tradition of multivendor, multi-technology support. This same architecture and platform supports the migration to Third Generation mobile data services. Virgin Mobile can confidently create and seamlessly integrate advanced, revenue-generating mobile voice, data and messaging services today across their network and move to the next-generation mobile data future.

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### **About Virgin Mobile USA**

Virgin Mobile USA, LLC is a joint venture between Sir Richard Branson's Virgin Group, and Sprint, which operates the largest all-digital, all-PCS nationwide wireless network. Established in October 2001, Virgin Mobile is the first mobile virtual network operator (MVNO) in the United States and is the first U.S. company to create a step-down price plan with no contracts to sign and no fine print. Under the arrangement with Sprint, Virgin Mobile will utilize Sprint's wireless network to deliver service to its customers, while retaining all responsibility for customer service and subscriber maintenance.

Virgin Mobile's service includes long distance, voicemail, caller ID, call waiting, text messaging and directory assistance. All customers will also receive VirginXtras - a host of music, entertainment, group messaging and just plain fun features that add flair to the cellular experience. Virgin Mobile cell phones will be available in more than 3,000 U.S. retail outlets, including Best Buy, Circuit City, Follett Higher Education Group, Media Play, Sam Goody, Target Stores and Virgin Megastores. The Company's Top-Up cards will also be available in more than 8,000 U.S. Circle K, 7-Eleven and Winn-Dixie stores. For those customers who are perpetually plugged-in, Virgin Mobile's cellular products and services are available 24/7 through the Web at www.virginmobileusa.com and Virgin Mobile's Central Intelligence number at 1-888-322-1122.

### About Telcordia Technologies, Inc.

Telcordia Technologies, Inc., an SAIC company, is the world's largest provider of operations support systems, network software and consulting and engineering services to the telecommunications industry. A leader in the development of Next Generation Network technologies, Telcordia (<a href="https://www.telcordia.com">www.telcordia.com</a>) is headquartered in Morristown, New Jersey with offices throughout the United States, Canada, Europe, Central and South America.

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### **FOR IMMEDIATE RELEASE:**

### Virgin Mobile USA Takes Customer Support to the Next Level with Power of BEA WebLogic BEA Selected as Foundation for Entire Communications Infrastructure

SAN JOSE, Calif. and WARREN, N.J. (June 20, 2002) - BEA Systems, Inc. (Nasdaq: BEAS), the world's leading application infrastructure software company, and Virgin Mobile USA, LLC today announced that the BEA WebLogic Enterprise Platform™ has been selected as a primary technology engine powering Virgin Mobile's new cellular service. Rolling out nationwide this summer, Virgin Mobile's service is designed for the under-30 market segment, which demands the reliability, simplicity and innovative network services that BEA is uniquely able to support.

BEA WebLogic will serve as the infrastructure for the communications hub connecting all aspects of the Virgin Mobile service — including the cellular network backbone, customer relationship management (CRM) system, account balance and purchase databases, distribution centers, Web interface and financial systems software. Virgin Mobile is leveraging the entire BEA WebLogic platform, including the integration and portal solutions, to handle everything from real-time activation of Virgin Mobile's Top-Up Cards (for airtime replenishment), to account information on demand through Virgin Mobile's oneof-a-kind "Balance Button" feature.

"While the Virgin brand is fun and irreverent, it's also about making sure customers get the very best experience possible," said Dan Schulman, chief executive officer of Virgin Mobile USA. "Customers want interactive content and simple transactions. With BEA's proven track record and state-of-the-art software platform, we are confident that BEA WebLogic will be the basis for a rock-solid communications hub, connecting all aspects of our operation and allowing us to expand and evolve our service."

Virgin Mobile considered several infrastructure platforms, including offerings from IBM and ATG, and chose BEA WebLogic because it provided the best solutions. Among the deciding factors were BEA's open, flexible design that supports customer transactions via the Web, cell phones, and retail points of sale, as well as BEA's renown reliability and out-of-the-box functionality, which enables Virgin Mobile to focus its resources on building a world-class mobile service with the knowledge that the infrastructure is being handled by a trusted technology partner.

"Virgin Mobile's customers expect the highest performance and reliability from every aspect of the service," said Alfred Chuang, president and chief executive officer of BEA. "We are pleased that Virgin Mobile recognized BEA's ability to meet those lofty expectations through our unified, simplified and extensible platform. The BEA WebLogic Enterprise Platform is a true business enabler, allowing Virgin Mobile to execute a mobile virtual network operator (MVNO) business model in which it owns the entire customer experience without the network backbone responsibility. That requires a tremendous level of application integration, transactional support and personalization -- exactly what we bring to the table. We're looking forward to a long-term relationship with Virgin Mobile."

### **About Virgin Mobile USA, LLC**

Virgin Mobile USA, LLC is a joint venture between Sir Richard Branson's Virgin Group, and Sprint, which operates the largest all-digital, all-PCS nationwide wireless network. Established in October 2001, Virgin Mobile is the first mobile virtual network operator (MVNO) in the United States and is the first U.S. company to create a step-down price plan with no contracts to sign and no fine print. Under the arrangement with Sprint, Virgin Mobile will utilize Sprint's wireless network to deliver service to its customers, while retaining all responsibility for customer service and subscriber maintenance.

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### **About BEA**

BEA Systems, Inc. (Nasdaq: BEAS) is the world's leading application infrastructure software company, providing the enterprise software foundation for 13,000 customers around the world, including the majority of the Fortune Global 500. BEA and its WebLogic® brand are among the most trusted names in business.

Headquartered in San Jose, Calif., BEA has 91 offices in 33 countries and is on the Web at <a href="https://www.bea.com">www.bea.com</a>.

BEA, BEA Tuxedo, BEA WebLogic, BEA WebLogic Enterprise, BEA WebLogic Enterprise Platform, BEA WebLogic Server, BEA WebLogic Integration, BEA WebLogic Portal, BEA WebLogic Integration Business Connect and BEA WebLogic Workshop are trademarks or registered trademarks of BEA Systems, Inc. All other company and product names may be trademarks of the company with which they are associated.

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## Virgin Mobile USA Corporate Backgrounder

### Our philosophy...

- We aim to be the nation's most consumer-friendly cellular company.
- We don't approach the market from a telecom point of view. Instead we study the consumer's needs, and then build a product offering to match them.
- We are distinctive, customer-obsessed and constantly re-energize our brand values.
- The Virgin culture and ethos is key to the success of Virgin Mobile. It's infectious and powerful.

### Virgin Mobile USA

Virgin Mobile USA was created on October 5, 2001, when our parent companies – Sir Richard Branson's Virgin Group and Sprint – inscribed their John Hancock's on our joint venture agreement. In our short existence, our fun and energetic team has already started to make an impact on the cellular market. We're the United States' first mobile virtual network operator (MVNO). Plus, we are the first cellular company to offer a step-down price plan with no contracts to sign and no fine print to analyze.

Our value proposition is simple, easy and straightforward. We charge just 25 cents per minute for the first 10 minutes of each day, and then just 10 cents for every minute thereafter. This 25/10 price structure includes voice mail, caller ID, call waiting and long distance. With Virgin Mobile, customers always know what they are paying. Plus, our Big Bonus automatically gives any customer who uses \$50 of airtime in one month another \$10 of paid airtime absolutely free.

Our customers will love us because we offer a host of fun features called VirginXtras. Plus, we're easy-to-buy, easy-to-use and available at more than 11,000 U.S. retail stores – including Best Buy, Circle K, Circuit City, Follett Higher Education Group, Media Play, Sam Goody, 7-Eleven, Target, Virgin Megastores and Winn-Dixie. To make our customers lives as simple as possible, we've created a totally Virgin-ized customer care group we call Central Intelligence. Not only are they smart – they're highly-trained, completely devoted to answering any and all questions, and ready to inject some fun into the process!

Located in Warren, NJ, Dan Schulman – former Priceline.com CEO and an 18-year AT&T veteran – leads our fearless team. Our executive staff has solid experience in a variety of

arenas, including business development, cellular, customer care, marketing, telecom, technology, youth brands, and, well...who knows where else! But, a variety of backgrounds is what enables us to think outside the box.

Our board of directors consists of seven members – three from Virgin, three from Sprint and one from Virgin Mobile USA: Virgin Group Chairman Sir Richard Branson, Strategy Director Gordon McCallum, and Virgin USA Chief Executive Officer Frances Farrow; Sprint PCS President Charles Levine, Vice President of Business Development and Planning Bill Blessing, and Chief Financial Officer William Gunter; and Virgin Mobile USA Chief Executive Officer Daniel Schulman.

### The Virgin Story

Virgin began in the 1970s with a student magazine and small mail order record company. The growth since then has not only been impressively fast, it's also been based on developing good ideas through excellent management principles, rather than on acquisition.

Virgin – one of the most recognized brands in Britain – is easily becoming the first global brand name of the 21st Century. Virgin is involved in planes, trains, finance, soft drinks, music, mobile phones, holidays, cars, wines, publishing, bridal wear...the lot!

What ties all these businesses together are the values of our brand and the attitude of the people. Virgin has created over 200 companies worldwide, employing more than 25 thousand people. And the total revenue around the world in 1999 exceeded U.S. \$5 billion.

But it hasn't gone to our heads!

Customers expect extraordinary things from Virgin – a fact, which puts us in a unique position of trust and strength, but which also, gives us a responsibility not to disappoint. Success – it's not about having a strong business promise, it's about keeping it!

Our companies are part of a family rather than a hierarchy. In a sense we are a community, with shared ideas, values, interests and goals. The proof of our success is real and tangible.

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# Features Comparison – How VMU Outclasses The Competition

The Postpaid Landscape:

The Features	Who's Got Them:	Them:			
	VMU Spri	nt Verizon	Sprint Verizon VoiceStream	AT&T	Cingular
No activation fee	<u> </u>				
No early termination fee	<b>\</b>				
FCC taxes included in advertised charge	>				
No extra charge for long distance (advantage over competitor's Local Area Calling Plans)	>				
No 'penalties' for going over/under monthly limit	>				
No "Peak"/"Off-Peak" price discrimination	>				·
Lower 411 rates	>		>		



# Features Comparison – How VMU Outclasses The Competition

The "Pay-As-You-Go" Landscape:

The Features	Who's	Who's Got Them: VMU Verizon T	m: Tracfone	VoiceStream	AT&T	Cingular
Same or lower initial price	>			>	>	
Same or lower second price	>					
Smaller 'penalties' for unused minutes (due to longer expiration period)	>					>
No "Peak"/"Off-Peak" price discrimination	>		>	>	>	
'Big Bonus' reward for higher usage levels	>	>	>	>	>	
Long distance includes calls from outside home area	>	>	>		· <b>&gt;</b>	
Lower 411 rates	>			>		

Toes not allow calling from outside of Home Calling Area, even within same network

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# The VirginXtras - Fact Sheet

VIRGINXTRA	WHAT IT DOES	WHAT IT Costs	WHO SERVES IT UP	
Rescue Ring	That blind date in two hours could be fun—or a major disaster. Schedule a Rescue Ring to call you up at an optimum "escape time." If the date's going well, you can always tell your "caller" that you'll have to call back tomorrow!	Free to set up. Pay only the airtime used to make the rescue.	ScreamingMedia and BeVocal with Virgin Mobile original content	
Wake Up Call	For those of you who need a little help getting out of bed in the morning, Virgin Mobile USA offers a hand. Just don't expect that cheesy hotel Musak.	Free to set up. Pay only the airtime used to wake you up.	ScreamingMedia and BeVocal with Virgin Mobile original content	
Ringtones	A huge selection of ringtones to choose fromthat way you'll always be hip and you'll always know that it's your phone.	Free to sample.  Downloads are just \$1.00	ScreamingMedia	
Fun Clips	Waiting for the bus with no end in sight? Fun Clips gives you a way to pass the time with audio, jokes, horoscopes, soaps and more.	Free to browse. Pay only the airtime used to hear the clip.	ScreamingMedia and BeVocal	
Hit List	Tired of listening to the same old songs? You can listen to new music clips – then vote to let the world know what music is worth spreading around.	Free to browse. Pay only the airtime used to hear the tunes.	ScreamingMedia and BeVocal	
Music Messenger	Friends don't let friends listen to bad music. You can tap in to music provided by record labels, and then pass on the songs to the friends who need a music makeover.	Free to browse. Pay only the airtime used to hear the tunes.	ScreamingMedia and BeVocal	
Movies	Want to catch a flick? Get showtimes and buy tickets in advance right over your Virgin Mobile phone.	Free to browse. Pay only the airtime used to search for show times and buy tickets.	Fandango	
Groups	Whatever you're in to, you can always find people with the same interests. Find out what's up from the people who know – using your phone or Virgin Mobile's Web site.	Free to browse. Pay only the airtime used to connect with your mobile friends.	Upoc	

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#### Virgin Mobile USA Cellular Youth Market Statistics

#### YOUTH MARKET / SPENDING HABITS

- A 2002 Yankee Group report estimates that young people ages 10 to 19 are the fastest growing market segment for wireless
  - "Can U.S. Carriers Become Profitable in Wireless Prepaid?," April 2002
- According to an August 2001 Forrester report "Wired Youth Data Overview," the American youth market will grow to 37 million by 2006, when 90 percent of this demographic will be online.
  - "Linking Up with Wired Youth," Chief Executive, March 1, 2002
- According to the Yankee Group, more than 70 percent of teens will have cellular service by 2006, outpacing use by the general population by almost 10 percent
  - Quoted in "American University to Become Leading, University-Wide Wireless Campus," American University press release, May 1, 2002
- U.S. teens spent \$172 billion in 2001, according to a study by Teenage Research Unlimited (TRU)
  - > "Teens Spent \$172 billion in 2001," TRU press release, Jan. 25, 2002
- ❖ Teen consumers spent an average of \$104 per week in 2001 (this spending combines teens' discretionary spending and spending done on parents' behalf)
  - > "Teens Spent \$172 billion in 2001," TRU press release, Jan. 25, 2002
- On average, 40 million teens in the U.S. spend approximately \$4,000 each per year (according to both TRU and Yankee Group)
  - "Youths: A Profitable Segment for the Taking," Wireless Future Magazine; May/June 2002
- Teens spend \$69 for a Game Boy Advance, \$40 to \$50 for top-selling games, \$369 for the Xbox and PlayStation 2, \$76 for Lucky brand jeans and \$100 plus for Doc Martens
  - "Youths: A Profitable Segment for the Taking," Wireless Future Magazine, May/June 2002

#### PARENTAL PERSPECTIVES ON TEEN CELLULAR SPENDING

- About 83% of teen wireless users have their parents pay their bills, according to a MobileEngines survey
  - > "Teens Could Boost Weakened Wireless Sales," Des Moines Business Record, April 29, 2002
- Teenage cellphone use in the United States lags far behind the 80 percent penetration of some European and Asian countries in large part because of the six-month and oneyear contracts that American carriers insist on for the best rate plans. Many parents are reluctant to allow teenagers to sign up for cellphone contracts because they fear that they will run up big phone bills.
  - "Youth Will Be Served, Wirelessly," The New York Times, May 30, 2002

#### PREPAID VS. POSTPAID FOR THE YOUTH MARKET

- ❖ The Yankee Group believes that prepaid wireless services will better enable carriers to reach out to these alternative subscriber bases and make wireless phone usage a more appealing option to a larger percentage of the population. According to forecasts, at the end of 2001 approximately 12% of all wireless subscribers were prepaid subscribers. By the end of 2006, the Yankee Group believes that this figure will grow to exceed 30%.
  - "Wireless Phone Carriers Have Begun to Exhaust Their Traditional Subscriber Base, According to a New Yankee Group Report," Yankee Group press release, April 23, 2002
- Why the youth market is an appealing option for prepaid providers:
  - 1) Postpaid contracts aren't valid for consumers under 18
  - 2) Parents don't like offering unlimited usage to teenagers
  - 3) Prepaid is an opportunity for teens and parents to split the cost of wireless services
  - 4) Prepaid plans offer more cost incentives for short messaging services, which are particularly popular with teens
    - "Can U.S. Carriers Become Profitable in Wireless Prepaid?," Yankee Group report, April 2002, Knox Bricken
- "Pay-as-you-go is big because many [teens] don't have access to the financial tools for long-term contracts. Many of them don't have credit cards," said [Dan] Drath, [Research Director] of Teenage Research Unlimited. Cost-control is essential for carriers to reach a larger teen audience, analysts said.
  - > "Wireless Firms Look to Tap Teen Market"; CNET.com, Sept 10, 1999
- "Teens see cellphone technology as empowering," said Nalini P. Kotamraju, a doctoral candidate in sociology at the University of California at Berkeley who has done research...comparing cellphone use by American and European teenagers. "But in the U.S. in order for teenagers to get cellphones, they need to have a parent sign a one-year contract. There is nothing empowering about that."
  - > "Youth Will Be Served, Wirelessly," The New York Times, May 30, 2002

#### MAKING PREPAID PROFITABLE

- The easier replenishment is, the more likely customers are to replenish their wireless phone minutes.
  - "Can U.S. Carriers Become Profitable in Wireless Prepaid?," Yankee Group report, April 2002, Knox Bricken
- Carriers should have prepaid handsets available wherever consumers shop and, in addition, have a multitude of replenishment options available at those same locations.
  - > "Can U.S. Carriers Become Profitable in Wireless Prepaid?," Yankee Group report, April 2002, Knox Bricken
- Carriers should make the prepaid per minute price more in line with that of postpaid (because traditionally, prepaid plans are approximately 25% higher than postpaid).
  - > "Can U.S. Carriers Become Profitable in Wireless Prepaid?," Yankee Group report,
    April 2002, Knox Bricken

#### TEENS AND CELLULAR

- According to a Reuters News article, talking on the phone is one of teenagers' five favorite activities.
  - > "Wireless Operators Vie for Youth With Ads, Promos," Reuters, April 1, 2002
- TRU reports that teens gab on the phone 6.18 hours (double the time they spend cracking the books)
  - "Stalking the Elusive Teenage Trendsetter," The Wall Street Journal, November 19, 1998
- More teenagers feel more connected to friends through mobile phones.
  - > "The Wireless Future: A Look at Youth Unplugged," Cheskin report, Sept. 2001
- An average of 19 billion text messages are sent each month globally.
  - > "The Wireless Future: A Look at Youth Unplugged," Cheskin report, Sept. 2001
- The favorite portable device in the young adult age group (19-24) was the mobile phone.
  - > "The Wireless Future: A Look at Youth Unplugged," Cheskin study, Sept. 2001
- Top teen mobile phone behaviors: 76% of the participants surveyed said they changed ring tones, 42% of them played games, 27% of them changed faceplates and 24% of them sent pages.
  - > "The Wireless Future: A Look at Youth Unplugged," Cheskin report, Sept. 2001

#### **BRAND-CONSCIOUSNESS**

- Chris Kelley, analyst with Forrester Research, said, "As young consumers get older, they become more brand loyal and their disposal income increases...The ability to get them while they're in their early to mid teen years, does create this potential."
  - > "Wireless Operators Vie for Youth with Ads, Promos," Reuters, April 1, 2002
- According to TRU, more than 80 percent of teens say wireless phones are popular and "in."
  - > "Teens Could Boost Weakened Wireless Sales," Des Moines Business Record, April 29, 2002
- ❖ Another Forrester report recommends [co-marketing among brands] as an effective means of building brand awareness among wired youth, 71 percent of whom consider themselves to be brand loyal. Said the report, "Twice as many kids say they stick with brands they like than say they are won over by the latest trend."
  - > "Linking Up With Wired Youth," Chief Executive, March 1, 2002
- "Teens will not purchase or use devices that are perceived to be uncool, no matter how well they work."
  - > "The Wireless Future: A Look at Youth Unplugged," Cheskin report, Sept. 2001
- According to Peter Zollo, a cool brand is most often associated with quality and twothirds of teens associate quality with being cool.
  - > "Want to Reach Teens? Get Real, and Be Cool Without Really Trying," Chicago Tribune, April 1996 book review of Wise Up to Teens: Insights Into Marketing and Advertising to Teenagers by Peter Zollo



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For Immediate Release

# Virgin Mobile USA and MTV Networks to Blow the Roof Off Cellular Content

Virgin Mobile USA kicks-off national cell phone service and announces strategic partnership with MTV Networks at outrageous Times Square event

Times Square, NY (July 24, 2002) – During an outrageous event in the heart of Times Square, Virgin Mobile USA, LLC unveiled both its national, youth-focused cell phone service and its multi-year strategic partnership with MTV Networks, a division of Viacom, Inc. (NYSE:VIA and VIA.B). The deal provides for exclusive wireless content and consumer products from MTV and VH1, as well as additional wireless content from Nickelodeon and CMT — a deal certain to blow the roof off current cellular content offerings.

Wearing only a mock Virgin Mobile USA cell phone to cover his "nether regions," Sir Richard Branson, chairman of the Virgin Group, said, "Today I'm here to physically prove that Virgin Mobile USA's national cell phone service has nothing to hide. We give young Americans the features they want, while offering a straightforward price plan with no contracts to sign and no fine print. And because it's our mission to understand and meet the needs of the youth market, we are thrilled to have the opportunity to work with an organization as dedicated to this demographic as we are. MTV Networks is the ideal partner for Virgin Mobile USA."

Beginning later this summer, every Virgin Mobile USA customer will have access to content from MTV, VH1, CMT and Nickelodeon. Commenting on the agreement, Dan Schulman, Virgin Mobile USA chief executive officer, noted that the combined strength of the Virgin and MTV Networks brands will establish a whole new framework for delivering music and entertainment content to cell phones.

"We're taking cell phone content to a whole new level. MTV Networks is home to some of the most recognized youth and young adult brands in the United States and has unparalleled reach for the under-30 market. The Virgin brand is all about fun, honesty and great value for money, which is what our target market wants. Together, we believe that we will not only seize the youth market's attention, but we will also give our mutual customers the most exciting cell phone features along with outstanding service," said Schulman.

"At MTV Networks, the consumer is king and as our audience continues to embrace cell phones and wireless applications at a rapid pace, we are actively moving with them into a wireless world," says Tom Freston, chairman and chief executive officer of MTV Networks. "We are thrilled to partner with Virgin Mobile. Their complete focus on youth and young adults, coupled with their irreverent style, make them the perfect partner for MTV Networks."

Beginning later this summer, MTV Networks and Virgin Mobile plans to start rolling out a wide variety of branded content, including games, graphics, ringtones, text alerts and voicemails. A few future examples include:

- Interactive Voting & Text Messaging Virgin Mobile customers will be able to use their phones to vote for their favorite videos from music programming like MTV's "Total Request Live" and send shout-out messages to air on shows like CMT's "Most Wanted Live."
- MTV and VH1 Daily Content Virgin Mobile USA customers will have access to the hottest breaking music news, artist updates, music charts and entertainment information straight from the top youth and music networks.
- Games Nickelodeon will bring beloved characters like Spongebob Squarepants to the
  world of wireless games, keeping Virgin Mobile customers busy playing away on their
  handsets. MTV and VH1 will also work together to provide exciting new interactive
  game experiences for Virgin Mobile customers.

- Rescue Rings and Wake Up Calls Need to be rescued from a bad date or simply need help getting out of bed? Virgin Mobile can help. Simply program a Rescue Ring or Wake Up Call by following the incredibly user friendly on the phone screen menu and we'll call you at the appointed time. By combining Virgin Mobile's original content with the voice of MTV Networks' characters, personalities or musical guests, Virgin Mobile customers are certain to experience fresh and irreverent content.
- Ringtones MTV Networks will launch ringtone services that let Virgin Mobile customers customize their phones with the hottest tunes from their favorite artists, as well as theme songs from Nickelodeon's most popular shows.

Later in the year, Virgin Mobile plans to integrate M-commerce capabilities so that its customers will be able to purchase the latest CDs. MTV and VH1 will work with Virgin Mobile to promote customized wireless CD stores featuring top albums from the VH1 Top 20 or the most cutting-edge MTV Buzzworthy artists. Virgin Mobile will also offer MTV-branded faceplates, phones and other accessories that are popular with the youth and young adult markets.

#### **About Virgin Mobile USA**

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#### **About MTV Networks**

MTV Networks owns and operates the cable television programming services MTV: Music Television, MTV2, Nickelodeon/Nick at Nite, TV Land, VH1, CMT: Country Music Television, and TNN, as well as The Digital Suite from MTV Networks, a package of thirteen digital services, all of which are trademarks of MTV Networks. MTV Networks also operates and offers joint ventures, licensing agreements and syndication deals whereby its programming can be seen worldwide.



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#### **FOR IMMEDIATE RELEASE:**

#### Virgin Mobile USA Unveils A Brand New Approach To Cellular

New Consumer-Focused Cell Phone Service Is Easy-to-Buy, Easy-to-Use And Will Be
Available At More Than 11,000 U.S. Retail Stores, including Best Buy, Circle K, Circuit City,
Follett Higher Education Group, Media Play, Sam Goody, 7-Eleven, Target Stores,
Virgin Megastores and Winn-Dixie

**WARREN, N.J. (June 20, 2002)** – Virgin Mobile USA, LLC today announced a brand new approach to cellular – a service focused on, and built around the needs of, the youth market. Offering a single "pay-as-you-go" price plan with no contracts to sign and no fine print to analyze, Virgin Mobile is easy-to-buy, easy-to-use and will come fully-loaded with a host of fun music and entertainment features called VirginXtras.

"Virgin Mobile offers a compelling value proposition for the majority of young Americans under 30. This dynamic market segment needs a service that is flexible enough to grow with them yet does not tie them down with a one or two year contract," said Andrew Cole, senior vice president, wireless practice, at research firm Adventis.

Virgin Mobile's simple pricing is new to the U.S. market - just 25 cents per minute for the first ten minutes of each day, and then 10 cents for every minute thereafter. This 25/10 price structure includes voice mail, caller ID, call waiting, long distance, surcharges and taxes. Plus, only Virgin Mobile offers the Big Bonus, any customer who uses \$50 of airtime in a month will automatically receive \$10 of paid airtime absolutely free.

With no peak times and no roaming charges, customers are free to call who they want, when they want. Top-Up (airtime replenishment) is as easy as purchasing a \$20, \$30 or \$50 Top-Up card, and then entering the PIN code directly on their phone. Customers also have the option of using the PIN code to Top-UP through the Virgin Mobile Web site, <a href="https://www.virginmobileusa.com">www.virginmobileusa.com</a>, or by dialing Central Intelligence (customer care) at 1-888-322-1122 or \*VM (\*86) on their Virgin Mobile phone. If customers choose to register their credit card, they can automatically add money on a monthly basis.

Virgin Mobile's balance button provides customers with a one-click access directly from their cell phone. Customers can also check their account balance on the Web or through Central Intelligence.

Virgin Mobile is initiating its rollout in the Sacramento, California, and Columbus, Ohio, markets on June 23, 2002, and then building its distribution network across the nation. By August 2002, Virgin Mobile expects its cell phone products and services to be available at more than 11,000 U.S. retail outlets, including Best Buy, Circle K, Circuit City, Follett Higher Education Group, Media Play, Sam Goody, 7-Eleven, Target Stores, Virgin Megastores and Winn-Dixie. Also on June 23, 2002, customers across the country will be able to access Virgin Mobile's Web site and Central Intelligence advisors.

"Virgin Mobile is focused on simplifying cellular to better meet the needs of the untapped youth market segment," commented Cole. "Their service has been tailored to appeal to a group which to date has remained significantly underserved. Given the potential of the Virgin brand and the broad scope of the partnerships the company has already put in place, Virgin Mobile USA is well-positioned to make a significant impact in this market."

"We're proud to be the first U.S. cell phone company to offer a cellular service that is exclusively focused on the youth market," said Daniel H. Schulman, chief executive officer of Virgin Mobile USA. "We think our straightforward pricing, entertainment-oriented features and the power of the Virgin brand will be an exciting combination for the youth segment. We're here to change the game."

"The Virgin Mobile promise is about offering customers great value for their money and spectacular service – all wrapped in the fun and irreverence of the Virgin brand," said Sir Richard Branson, chairman of the Virgin Group. "And we're ready to deliver. All the

elements are now in place to take the U.S. youth market by storm – from our customized phones, to our phenomenal distribution partners, innovative VirginXtras, dedicated Central Intelligence Team and solid technology backbone."

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Virgin Mobile built a distribution network based on the places where young Americans shop. The company's Starter Pack will be available in more than 3,000 U.S. retail outlets, including Best Buy, Circuit City, Follett Higher Education Group, Media Play, Target Stores, Sam Goody and Virgin Megastores. Both Sam Goody and Virgin Megastores have agreed to exclusively offer Virgin Mobile's products and services. Customers will also find Virgin Mobile's Top-Up cards at their local Circle K, 7-Eleven or Winn-Dixie, totaling more than 8,000 U.S. locations.

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Virgin Mobile offers the following exciting features:

- Rescue Ring That blind date in two hours could be fun—or a major disaster. Virgin Mobile customers can schedule a Rescue Ring to call them up at the perfect "escape time." The Rescue Ring features totally original Virgin Mobile content and outrageous personalities for a completely unique experience. And if the date's going well, they can always tell the "caller" that they'll get back to them tomorrow!
- Wake Up Call For those who need a little help getting out of bed in the morning, Virgin Mobile USA offers its customers the chance to wake up to totally original Virgin Mobile

- messages from a variety of cheeky personalities. You can be assured that this will be no run-of-the-mill awakening!
- Ringtones A huge selection of tunes that will satisfy even the hippest of customers by keeping them singing along.
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- Music Messenger Friends don't let friends listen to bad music. Music Messenger lets
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   a friend encouraging them to check out a hot new track.
- Movies Want to catch a flick? Get showtimes and buy tickets in advance right over your Virgin Mobile phone.
- Groups Whatever our customers are in to, they can find people with similar interests. Customers can check it out from their phone or Virgin Mobile's Web site.

Plus, customers can text message their discerning opinions on, well, anything. (Yes, by August 2002, Virgin Mobile expects that its customers will be able to send/receive text messages to/from their friends on other carriers.)

VirginXtras menus are free to browse and customers only pay for airtime when they use the application. Ringtones are \$1 per download, text messages are free to receive and just \$.10 to send and 411 is a \$.95 flat fee plus regular airtime.

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all inquiring minds, ICT Group's fun and highly qualified team will answer every question pertaining to Virgin Mobile.

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Contact: Kristi Gates, PR Manager Virgin Mobile USA 908-607-4029 kgates@virginmobileusa.com

Jeanine Smartt MTV Networks 212-846-7437 jeanine.smartt@mtvstaff.com

**For Immediate Release** 

# Virgin Mobile USA and MTV Networks to Blow the Roof Off Cellular Content

Virgin Mobile USA kicks-off national cell phone service and announces strategic partnership with MTV Networks at outrageous Times Square event

Times Square, NY (July 24, 2002) – During an outrageous event in the heart of Times Square, Virgin Mobile USA, LLC unveiled both its national, youth-focused cell phone service and its multi-year strategic partnership with MTV Networks, a division of Viacom, Inc. (NYSE:VIA and VIA.B). The deal provides for exclusive wireless content and consumer products from MTV and VH1, as well as additional wireless content from Nickelodeon and CMT — a deal certain to blow the roof off current cellular content offerings.

Wearing only a mock Virgin Mobile USA cell phone to cover his "nether regions," Sir Richard Branson, chairman of the Virgin Group, said, "Today I'm here to physically prove that Virgin Mobile USA's national cell phone service has nothing to hide. We give young Americans the features they want, while offering a straightforward price plan with no contracts to sign and no fine print. And because it's our mission to understand and meet the needs of the youth market, we are thrilled to have the opportunity to work with an organization as dedicated to this demographic as we are. MTV Networks is the ideal partner for Virgin Mobile USA."

Beginning later this summer, every Virgin Mobile USA customer will have access to content from MTV, VH1, CMT and Nickelodeon. Commenting on the agreement, Dan Schulman, Virgin Mobile USA chief executive officer, noted that the combined strength of the Virgin and MTV Networks brands will establish a whole new framework for delivering music and entertainment content to cell phones.

"We're taking cell phone content to a whole new level. MTV Networks is home to some of the most recognized youth and young adult brands in the United States and has unparalleled reach for the under-30 market. The Virgin brand is all about fun, honesty and great value for money, which is what our target market wants. Together, we believe that we will not only seize the youth market's attention, but we will also give our mutual customers the most exciting cell phone features along with outstanding service," said Schulman.

"At MTV Networks, the consumer is king and as our audience continues to embrace cell phones and wireless applications at a rapid pace, we are actively moving with them into a wireless world," says Tom Freston, chairman and chief executive officer of MTV Networks. "We are thrilled to partner with Virgin Mobile. Their complete focus on youth and young adults, coupled with their irreverent style, make them the perfect partner for MTV Networks."

Beginning later this summer, MTV Networks and Virgin Mobile plans to start rolling out a wide variety of branded content, including games, graphics, ringtones, text alerts and voicemails. A few future examples include:

- Interactive Voting & Text Messaging Virgin Mobile customers will be able to use their phones to vote for their favorite videos from music programming like MTV's "Total Request Live" and send shout-out messages to air on shows like CMT's "Most Wanted Live."
- MTV and VH1 Daily Content Virgin Mobile USA customers will have access to the hottest breaking music news, artist updates, music charts and entertainment information straight from the top youth and music networks.
- Games Nickelodeon will bring beloved characters like Spongebob Squarepants to the
  world of wireless games, keeping Virgin Mobile customers busy playing away on their
  handsets. MTV and VH1 will also work together to provide exciting new interactive
  game experiences for Virgin Mobile customers.

- Rescue Rings and Wake Up Calls Need to be rescued from a bad date or simply need
  help getting out of bed? Virgin Mobile can help. Simply program a Rescue Ring or Wake
  Up Call by following the incredibly user friendly on the phone screen menu and we'll call
  you at the appointed time. By combining Virgin Mobile's original content with the voice
  of MTV Networks' characters, personalities or musical guests, Virgin Mobile customers
  are certain to experience fresh and irreverent content.
- Ringtones MTV Networks will launch ringtone services that let Virgin Mobile customers customize their phones with the hottest tunes from their favorite artists, as well as theme songs from Nickelodeon's most popular shows.

Later in the year, Virgin Mobile plans to integrate M-commerce capabilities so that its customers will be able to purchase the latest CDs. MTV and VH1 will work with Virgin Mobile to promote customized wireless CD stores featuring top albums from the VH1 Top 20 or the most cutting-edge MTV Buzzworthy artists. Virgin Mobile will also offer MTV-branded faceplates, phones and other accessories that are popular with the youth and young adult markets.

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#### **About MTV Networks**

MTV Networks owns and operates the cable television programming services MTV: Music Television, MTV2, Nickelodeon/Nick at Nite, TV Land, VH1, CMT: Country Music Television, and TNN, as well as The Digital Suite from MTV Networks, a package of thirteen digital services, all of which are trademarks of MTV Networks. MTV Networks also operates and offers joint ventures, licensing agreements and syndication deals whereby its programming can be seen worldwide.



Contact:
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Virgin Mobile USA
908-607-4029
kgates@virginmobileusa.com

#### FOR IMMEDIATE RELEASE:

#### Virgin Mobile USA Unveils A Brand New Approach To Cellular

New Consumer-Focused Cell Phone Service Is Easy-to-Buy, Easy-to-Use And Will Be
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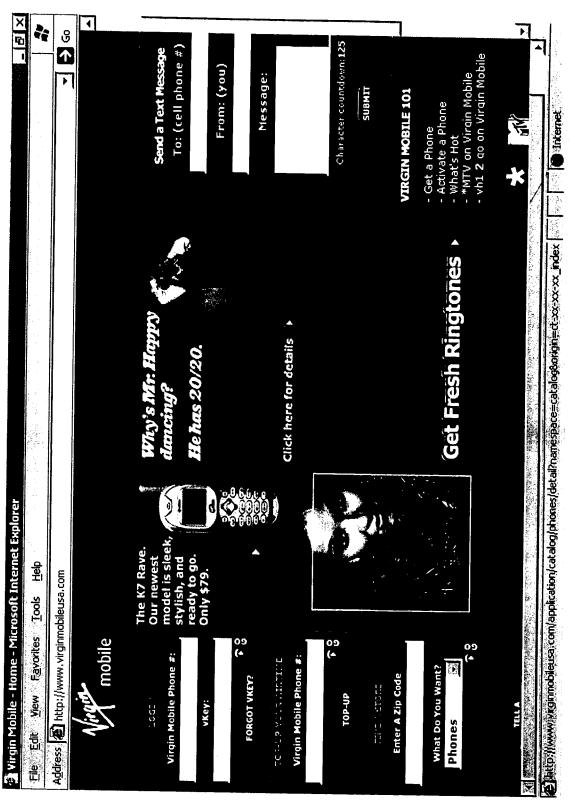
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Virgin Enterprises Ltd. v. Kay

10-23-03. Guitar Co.

HH Opposition No. 91154392

Opposer's Testimony Deposition

Exhibit No. 2



My Virgin Mobile | The Facts | The Goods | VirginXtras | About Us | Top Up | Shopping Cart | Track an Order | Find a Store | Check Coverage | Activate a Phone
Login | Customer Support | Search | Site Map | Jobs

MY VIRGIN MOBILE THE FACTS THE GOODS VIRGINXTRAS

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Home: The Facts



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- ► WHAT'S HOT
- TEXT MESSAGING
- **▶ TOP-UP**
- **▶ VIRGINXTRAS**

TUR. DE AMBRES

- **▶ COVERAGE AREAS**
- **▶ WHAT IT COSTS**
- **SERVICE FEATURES**

STREE INTERPRETATION

- **CUSTOMER COMMENTS**
- WHY VIRGIN MOBILE



FRIEND

#### Getting to Know Uk

Learn a little about the company that provides the U.S. with innovative cellular service.

#### What's Hot

Get the latest info on what we're doing to make Virgin Mobile's service continue to rock.

#### All About...

Text Messaging, Top-Up, VirginXtras - Find out what they are, how they work, and why you want them.

#### **Our Services**

Letting you in on all the details about Coverage Areas, Services Features and What it Costs.

#### **Still Need Convincing?**

You're hooked, now how about the line and sinker? Check out our facts and testimonials to find out why you're going to love us.

Find Coverage Areas

Zip Code:

SUBMIT



\$20 in free airtime, plus free shipping for buying directly from us.

\$20 MORE in free airtime when you buy three Ringtones.

My Virgin Mobile | The Facts | The Goods | VirqinXtras | About Us | Top Up | Shopping Cart | Track an Order | Find a Store | Check Coverage | Activate a Phone

Login | Customer Support | Search | Site Map | Jobs

MY VIRGIN MOBILE

THE FACTS

THE GOODS

**VIRGINXTRAS** 

TOP-UP + SHOPPING CART + TRACK ORDER + FIND STORE + CHECK COVERAGE + ACTIVATE PHONE + RINGTONES LOGIN GET HELP

Home: The Goods



# The Goods

#### P1.01115

- Kyocera Slider V5
  \*MTV Edition
- ► AUDIOVOX "VOX" 8500
- KYOCERA K7 RAVE
- **KYOCERA SUPER MODEL**
- **KYOCERA PARTY ANIMAL**

- **BATTERIES**
- **► CASES & CLIPS**
- **▶ CHARGERS**
- **HEADSETS**

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- **BATTERIES**
- ▶ CASES & CLIPS
- **▶ CHARGERS**
- ▶ HEADSETS

- **BATTERIES**
- > CASES & CLIPS
- ► CHARGERS
- **▶ FACEPLATES**
- **HEADSETS**

#### SUPER MODEL ACCESSORIES

- **BATTERIES**
- **→ CASES & CLIPS**
- ▶ CHARGERS
- ▶ HEADSETS

- **BATTERIES**
- CASES & CLIPS
- **▶ CHARGERS**
- **▶ FACEPLATES**
- ▶ HEADSETS

Featured Geal

#### Audiovox "Vox" 8500



ক্ষরত গাতে ক্রেকরণ

\$119.00

#### 20/20 Vision:

Get \$20 in airtime and free shipping for buying your phone directly from Virgin Mobile.

Get \$20 more in free airtime if you buy three Ringtones by 01/02/04.

**Tell Me More** 





- Buy a phone, activate it, use it
- No contracts to sign and no hidden fees
- VirginXtras and exclusive \*MTV content

Find Coverage Areas

Zip Code:

SUBMIT

# yocera

20/20 Vision:

Get \$20 in airtime

phone directly from

Get \$20 MORE in

free airtime if you

and free shipping

for buying your

Virgin Mobile.

buy three

01/02/04.

Ringtones by



\$79.00

ক্ষরতা মধ্যে ক্রেমের









Kyocera Hands Free Headset \$19.00 **Out of Stock** 



**Audiovox Belt** Clip \$9.00 **Out of Stock** 



ADD TO CART

Kyocera K7 Camouflage <u>Faceplate</u> \$9.00



Tell Me More



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Login | Customer Support | Search | Site Map | Jobs

MY VIRGIN MOBILE THE FACTS THE C

THE GOODS VIRGINXTRAS

TOP-UP | SHOPPING CART | TRACK ORDER | FIND STORE | CHECK COVERAGE | ACTIVATE PHONE | FRINGTONES | LOGIN | GET HELP | SEARCH

Home: VirginXtras



## ► RINGTONES

- ► \*MTV
- ► DAILY DOSE
- ► VOICE GREETINGS
- ▶ MOVIES
- ▶ vh1 2 go

12,30000

#### No Work and All Play, Makes VirginXbras a Great Time

Have fun on your phone with our entertaining VirginXtras. Go ahead. Key 'em up and get the party started.

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\*MTV and vh1 2 go on Virgin Mobile

Get music news, vote for videos, answer opinions polls, check show listings, and more. Now, if only your Virgin Mobile phone could make breakfast... all your problems would be solved.

ଅଧାରଣି ନ*ୀର ଶାଳ (ଉପରେ*ଜ)

To: (cell phone #)

From: (you)

Message:

Character countdown: 12!

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THE GOODS

**VIRGINXTRAS** 

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- > THE VIRGIN MOBILE STORY
- **▶ THE VIRGIN GROUP**

#### GEVEN YOUGH.

- JOIN OUR TEAM
- OUR OFFICES





#### The Brains Behind The No Bulls&#t Cellular Service

Virgin Mobile USA, LLC is a member of the Virgin global family of products and services designed to rock the consumer world. We're here to shake up American cellular with kick-ass service and full frontal attitude.

#### Virgin Mobile in the News

#### Virgin Mobile USA Off to Strong Start

Upstart National Cellular Service Captures 350,000 Net Subscribers in First Six Months of Operation

1 45 4-

#### Virgin Mobile USA and MTV Networks to Blow the Roof Off **Cellular Content**

Virgin Mobile USA kicks-off national cell phone service and announces strategic partnership with MTV Networks at outrageous Times Square event.

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### USA Companies

#### Virgin Atlantic

On the June 22, 1984 a plane packed with friends, celebs and the media set off for New York, New York - a star airline was born. Now Virgin Atlantic has become the second largest British long-haul international airline. Their services operate out of London's Heathrow and Gatwick to 18 different destinations all over the world, as far apart as Shanghai and the Caribbean. <a href="http://www.virgin.com/atlantic">http://www.virgin.com/atlantic</a>

#### Virgin Megastores

Virgin Megastore is where shopping meets entertainment. You can flaunt your love for music and movies, while satisfying your deepest cravings for the most obscure vinyl, or plug into the digital age.

http://www.virgin.com/megastores

#### Virgin Hobile

We're working to be the first mobile phone company to, how you say, go global? Check out Virgin Mobile's great cellular service in these countries:

UK: http://www.virgin.com/mobile/

Australia: http://www.virginmobile.com.au/

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TOP-UP > SHOPPING CART > TRACK ORDER > FIND STORE > CHECK COVERAGE > ACTIVATE PHONE > RINGTONES LOGIN GET HELP

Home: Find a Store: Results



We found 18 store(s) near the address: NY, 10560.

1 2 NEXT

Store Name	Address	Distance	Phone	Services
CIRCUIT CITY Store #3700	2990 EAST MAIN ST CORTLANDT MANOR, NY 10567 View Map   Directions	12.79 miles	rnone	Both
SAM GOODY Store #4667	145 GREENWICH AVENUE GREENWICH, CT 06830 <u>View Map</u>   <u>Directions</u>	20.63 miles		Both
SAM GOODY Store #4704	1820 PURCHASE STREET RYE, NY 10580 <u>View Map</u>   <u>Directions</u>	20.79 miles		Both
COMPUSA Store #537	20 TARRYTOWN ROAD WHITE PLAINS, NY 10607 <u>View Map</u>   <u>Directions</u>	21.56 miles		Both
SPRINT STORE Store #483	420 TARRYTOWN RD. WHITE PLAINS, NY 10607 <u>View Map</u>   <u>Directions</u>	21.57 miles		Both
SAM GOODY Store #4526	GALLERIA OF WHITE PLAINS 100 MAIN ST. SP# 110 WHITE PLAINS, NY 10601 <u>View Map</u>   <u>Directions</u>	21.75 miles		Both
BEST BUY Store #455	1240 PALISADES MALL WEST NYACK, NY 10994-6200 <u>View Map</u>   <u>Directions</u>	23.26 miles	(845) 358- 3989	Both
TARGET Store #1083	4120 PALISADES CENTER DRIVE WEST NYACK, NY 10994 <u>View Map</u>   <u>Directions</u>	23.45 miles	(845) 348- 6440	Both
CIRCUIT CITY Store #3683	2731 PALISADES CENTER DR WEST NYACK, NY 10994 <u>View Map</u>   <u>Directions</u>	23.60 miles		Both
COMPUSA Store #314	2543 PALISADES CENTER DRIVE WEST NYACK, NY 10994 <u>View Map</u>   <u>Directions</u>	23.60 miles		Both
¥5.				1 2 NEXT

Virgin Mobile - Results

MY VIRGIN MOBILE THE FACTS THE GOODS VIRGINXTRAS

TOP-UP | SHOPPING CART | TRACK ORDER | FIND STORE | CHECK COVERAGE | ACTIVATE PHONE | FRINGTONES | LOGIN GET HELP | SEARCH

Home: Find a Store: Results

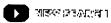


We found 18 store(s) near the address: NY, 10560.

#### PREVIOUS 1 2

Store Name	Address	<b>D</b> :		
Store Name	Address	Distance	Phone	Services
SPRINT STORE Store #181	2302 PALISADES CENTER DRIVE SUITE A202 WEST NYACK, NY 10994 <u>View Map</u>   <u>Directions</u>	23.60 miles		Both
CIRCUIT CITY Store #3197	837 SOUTH RD POUGHKEEPSIE, NY 12601 <u>View Map</u>   <u>Directions</u>	25.08 miles		Both
SAM GOODY Store #660	101 NANUET MALL ROUTE 59 NANUET, NY 10954 <u>View Map</u>   <u>Directions</u>	25.70 miles	(845) 624-8834	Both
SAINT THOMAS AQUINAS COLLEGE BOOKSTORE Store #813	125 ROUTE 340 SPARKILL, NY 10976-1050 <u>View Map</u>   <u>Directions</u>	25.93 miles		Both
BEST BUY Store #374	2500 CENTRAL PARK AVE YONKERS, NY 10710 <u>View Map</u>   <u>Directions</u>	26.13 miles	(914) 337-4077	Both
SPRINT STORE Store #128	2350 CENTRAL PARK AVENUE YONKERS, NY 10710 <u>View Map</u>   <u>Directions</u>	26.42 miles		Both
ROCKLAND BOOKSTORE Store #869	145 COLLEGE ROAD BUILDING B SUFFERN, NY 10901-3699 <u>View Map</u> I <u>Directions</u>	27.35 miles		Both
SARAH LAWRENCE BOOKSTORE Store #578	1 MEAD WAY MAC CRACKEN BRONXVILLE, NY 10708-3137 <u>View Map I Directions</u>	29.39 miles		Both

PREVIOUS 1 2





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Home: Find a Store: Results

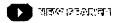


We found 30 store(s) near the address: CA, 92625.

1 <u>2</u> <u>3</u> <u>NEXT</u>

Store Name				
<b>→</b> )	Address	Distance	Phone	Services
CIRCUIT CITY Store #3309	1101 NEWPORT CENTER DR NEWPORT BEACH, CA 92660 <u>View Map</u>   <u>Directions</u>	1.27 miles		Both
SAM GOODY Store #637	FASHION ISLAND 1031 NEWPORT CENTER DRIVE NEWPORT BEACH, CA 92660 View Map   Directions	1.41 miles	(949) 644- 7165	Both
VONS Store #1911	21181 NEWPORT COAST DRIVE NEWPORT COAST, CA 92657 <u>View Map</u>   <u>Directions</u>	2.71 miles		Both
VONS Store #2149	185 E. 17TH STREET COSTA MESA, CA 92627 <u>View Map</u> I <u>Directions</u>	3.65 miles		Both
AIRCALL WIRELESS Store #17348	1845 NEWPORT BLVD. COSTA MESA, CA 92627 <u>View Map</u>   <u>Directions</u>	3.92 miles		Both
VIRGIN MEGASTORE Store #2	1875A NEWPORT BOULEVARD COSTA MESA, CA 92627 View Map   Directions	3.94 miles	(949) 645- 9906	Both
TARGET Store #1293	3030 HARBOR BLVD COSTA MESA, CA 92626 <u>View Map</u>   <u>Directions</u>	6.41 miles	(714) 979- 0372	Both
SPRINT STORE Store #282	3030 HARBOR BLVD SUITE M COSTA MESA, CA 92626 <u>View Map</u>   <u>Directions</u>	6.41 miles		Both
CIRCUIT CITY Store #694	3333 BRISTOL STREET SUITE 1060 COSTA MESA, CA 92626 <u>View Map</u>   <u>Directions</u>	6.52 miles		Both
SAM GOODY Store #5168	SOUTH COAST PLAZA SP 327 3333 BEAR STREET, COSTA 92626 <u>View Map</u> I <u>Directions</u>	6.54 miles		Both

1 <u>2 3 NEXT</u>



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Home: Find a Store: Results

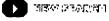


We found 30 store(s) near the address: CA, 92625.

PREVIOUS 1 2 3 NEXT

VONS	9	Store Name				
Store #3160		<b>~</b> )	Address	Distance	Phone	Services
Store #194			HUNTINGTON BEACH, CA 92646	6.91 miles		Both
Store #1626			HUNTINGTON BEACH, CA 92646	6.93 miles	` '	Both
Store #247   IRVINE, CA 92606   View Map   Directions			SANTA ANA, CA 92704	7.15 miles		Both
Store #336			IRVINE, CA 92606	7.30 miles		Both
Store #5786   IRVINE, CA 92602   View Map   Directions		•	IRVINE, CA 92606	7.31 miles	` '	Both
WIRELESS         COSTA MESA, CA 92626           Store #17349         View Map   Directions           TARGET         3300 S. BRISTOL ST.         7.45 miles         (714) 641- Bot 4944           Store #250         SANTA ANA, CA 92704 4944         4944         4944           View Map   Directions         7.47 miles         (714) 434- Bot 901FSOUTH COAST DRIVE 0132         0132           Store #119         901FSOUTH COAST DRIVE COSTA MESA, CA 92626 Yiew Map   Directions         0132         0132           SPRINT STORE         18637 BROOKHURST         7.96 miles         Bot			IRVINE, CA 92602	7.31 miles		Both
Store #250  SANTA ANA, CA 92704  View Map   Directions  BEST BUY Store #119  METRO POINTE SHOPPING CTR 901FSOUTH COAST DRIVE COSTA MESA, CA 92626 View Map   Directions  SPRINT STORE  18637 BROOKHURST  7.47 miles 7.47 miles 0132 0132 0132 0132	١	WIRELESS	COSTA MESA, CA 92626	7.34 miles		Both
Store #119   901FSOUTH COAST DRIVE   0132			SANTA ANA, CA 92704	7.45 miles	, ,	Both
7,30 111163			901FSOUTH COAST DRIVE COSTA MESA, CA 92626	7.47 miles		Both
View Map   Directions			FOUNTAIN VALLEY, CA 92708	7.96 miles		Both

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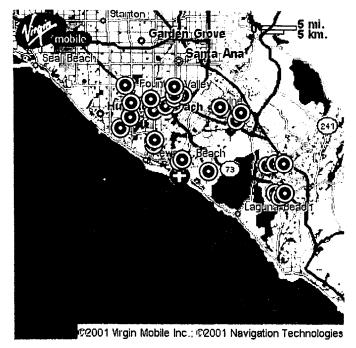
#### PREVIOUS 1 2 3

Store Name				
▼)	Address	Distance	Phone	Services
IRVINE VALLEY COLLEGE Store #895	5500 IRVINE CENTER DRIVE IRVINE, CA 92618-0301 <u>View Map</u> I <u>Directions</u>	8.13 miles		Both
CIRCUIT CITY Store #418	2445 SOUTH BRISTOL STREET SANTA ANA, CA 92704 <u>View Map</u>   <u>Directions</u>	8.21 miles		Both
AIRCALL WIRELESS Store #17350	24365 EL TORO #8 LAGUNA WOODS, CA 92653 <u>View Map</u>   <u>Directions</u>	8.25 miles		Both
VONS Store #2332	24270 EL TORO LAGUNA HILLS, CA 92653 <u>View Map</u>   <u>Directions</u>	8.99 miles		Both
SPRINT STORE Store #248	26921 ALISO CREEK RD. SUITE A ALISO VIEJO, CA 92656 View Map   Directions	9.05 miles		Both
VONS Store #2508	27320 ALICIA PARKWAY LAGUNA NIGUEL, CA 92656 <u>View Map</u>   <u>Directions</u>	9.58 miles		Both
COMPUSA Store #241	9380 WARNER ROAD FOUNTAIN VALLEY, CA 92708 <u>View Map</u> I <u>Directions</u>	9.66 miles		Both
CIRCUIT CITY Store #414	24001 EL TORO RD LAGUNA HILLS, CA 92653 <u>View Map</u>   <u>Directions</u>	9.75 miles		Both
SAM GOODY Store #520	LAGUNA HILLS MALL STE1530 24155 LAGUNA HILLS MALL LAGUNA HILLS, CA 92653 View Map   Directions	9.77 miles	(949) 586- 9090	Both
TARGET Store #259	26932 LA PAZ ROAD ALISO VIEJO, CA 92656 <u>View Map</u>   <u>Directions</u>	9.96 miles	(949) 643- 0337	Both

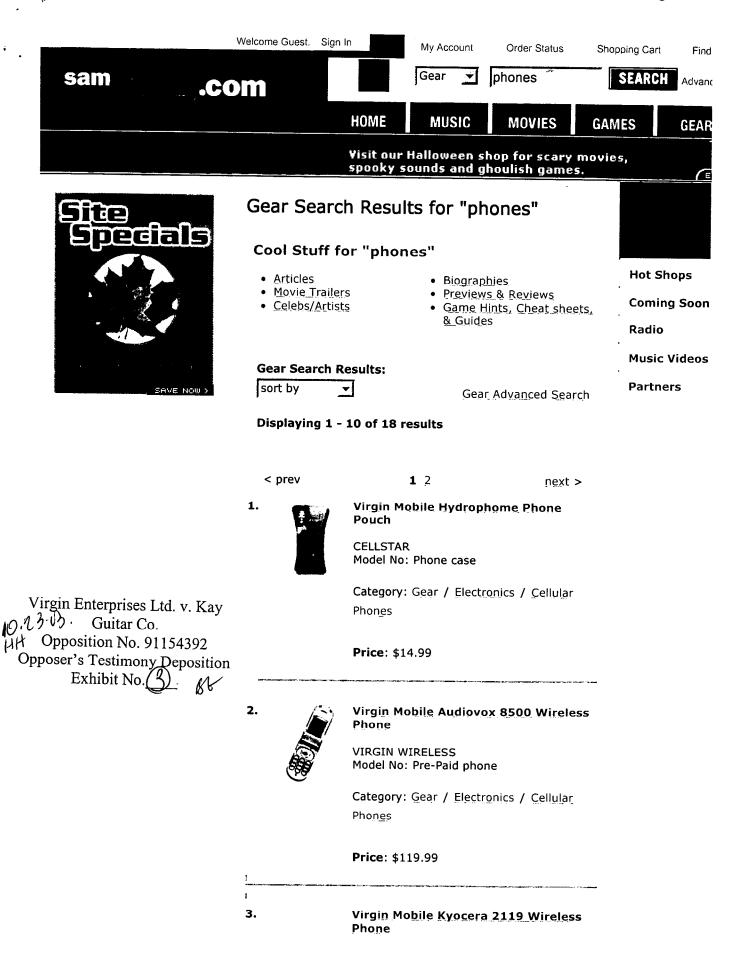
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VIRGIN WIRELESS

Model No: Pre-Paid Phone

Category: Gear / Electronics / Cellular

**Phones** 

Price: \$59.99

4.



Virgin Mobile Kyocera K7 Wireless

**Phone** 

VIRGIN WIRELESS

Model No: Pre-Paid Phone

Category: Gear / Electronics / Cellular

**Phones** 

Price: \$79.99

5.



Virgin Mobile Phone Case

COLORWORKS

Model No: Case with clip

Category: Gear / Electronics / Cellular

Phones

Price: \$14.99

6.



Virgin Mobile Belt Clip

COLORWORKS Model No: Belt Clip

Category: Gear / Electronics / Cellular

Phones

Price: \$6.99

7.

Virgin Mobile \$20 Airtime Card



VIRGIN MOBLIE

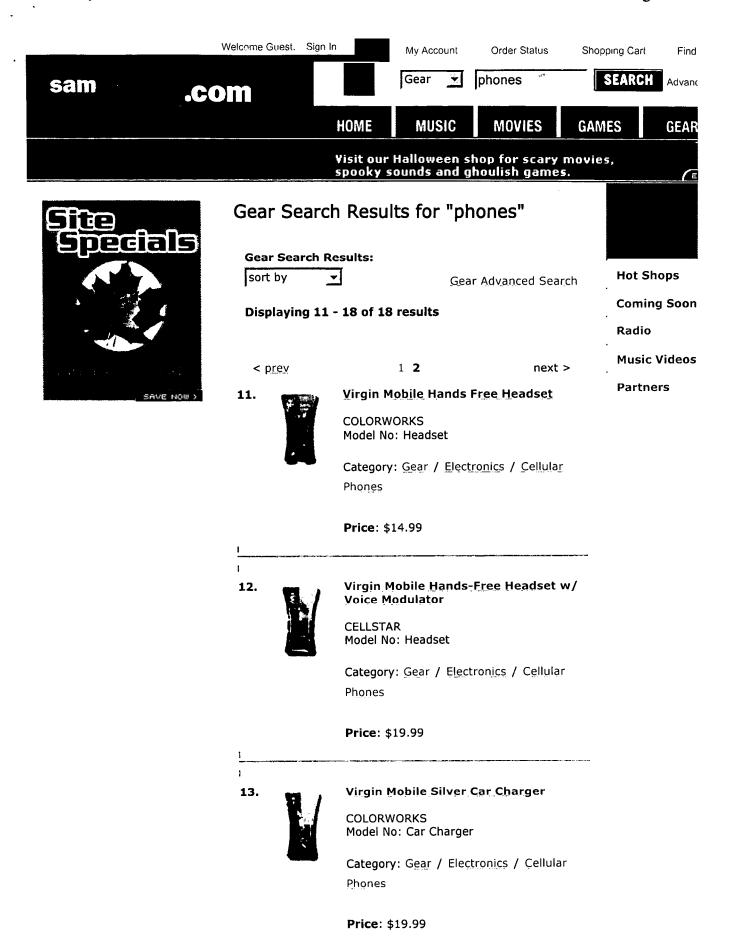
Model No: Top-up Card

Category: Gear / Electronics / Cellular

**Phones** 

Price: \$19.99 8. **Belkin 7-Outlet Home Series** SurgeMaster **BELKIN** Model No: SurgeMaster Category: Gear / Accessories / Cables & Connectors Price: \$14.99 Mystery Date Game HASBRO GAMES PUZZLES Model No: Mystery Date Category: Gear / Toys / Games Price: \$29.99 10. Symbian OS C++ for Mobile Phones × with CDROM: (Paperback) Author: Harrison, Richard Publisher: John Wiley & Sons Published: June 1, 2003 Category: Gear / Books / Computer Books / Operating Systems Price: \$55.00 (Paperback) All Formats> < prev **1** 2 next > My Account | Order Status | Shopping Cart | Find a Store | Help Replay | About Us | Terms of Service | Privacy Policy

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14. Virgin Mobile \$30 Airtime Card VIRGIN MOBILE Model No: Top-up Card Category: Gear / Electronics / Cellular **Phones** Price: \$29.99 15. Belkin 9-Outlet Maximum Series SurgeMaster **BELKIN** Model No: SurgeMaster Category: Gear / Accessories / Cables & Connectors Price: \$29.99 **Developing Cisco IP Phone Services: A** 16. Cisco Avvid Solution (with CD-ROM) with CDROM: (Hardcover) Author: Deel, Darrick Publisher: Cisco Press Published: February 1, 2002 Category: Gear / Books / Computer Books / Networking Price: \$55.00 (Hardcover) All Formats> Consumer's Guide to Cell Phones & Wireless Service: (Paperback) Author: WirelessAdvisor.com, Getconnected com, McLaughlin, Jeff Publisher: Syngress Publishing Published: December 1, 2001 Category: Gear / Books / Computer Books / Networking Price: \$19.95 (Paperback) All Formats>

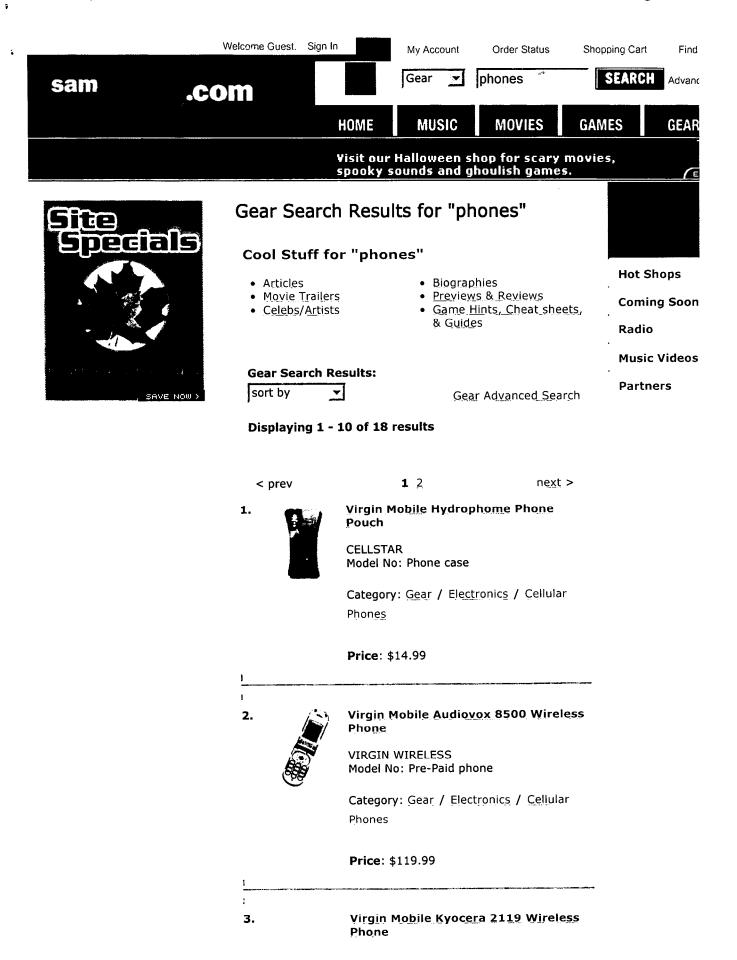
Satriani, Joe - Flying In Blue Dream

CHERRY LANE BOOKS
Model No: Music Book

Category: Gear / Musical Instruments &
Sheet Music / Sheet Music / Artist Folio
for Guitar

Price: \$22.95







VIRGIN WIRELESS

Model No: Pre-Paid Phone

Category: Gear / Electronics / Cellular

Phones

Price: \$59.99

4.



Virgin Mobile Kyocera K7 Wireless

**Phone** 

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Category: Gear / Electronics / Cellular

**Phones** 

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5.



Virgin Mobile Phone Case

**COLORWORKS** 

Model No: Case with clip

Category: Gear / Electronics / Cellular

**Phones** 

Price: \$14.99

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Virgin Mobile Belt Clip

**COLORWORKS** Model No: Belt Clip

Category: Gear / Electronics / Cellular

**Phones** 

Price: \$6.99

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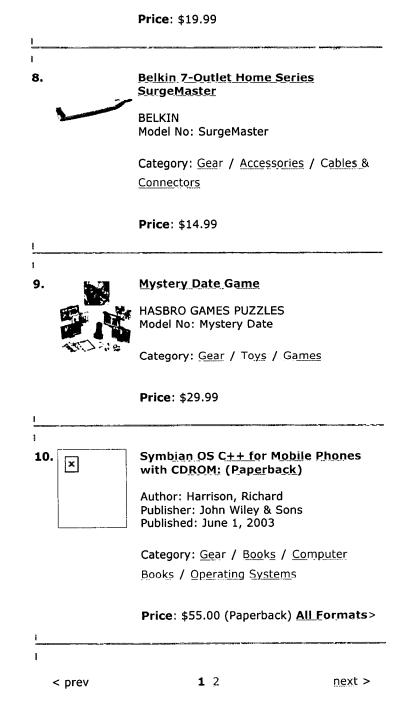


VIRGIN MOBLIE

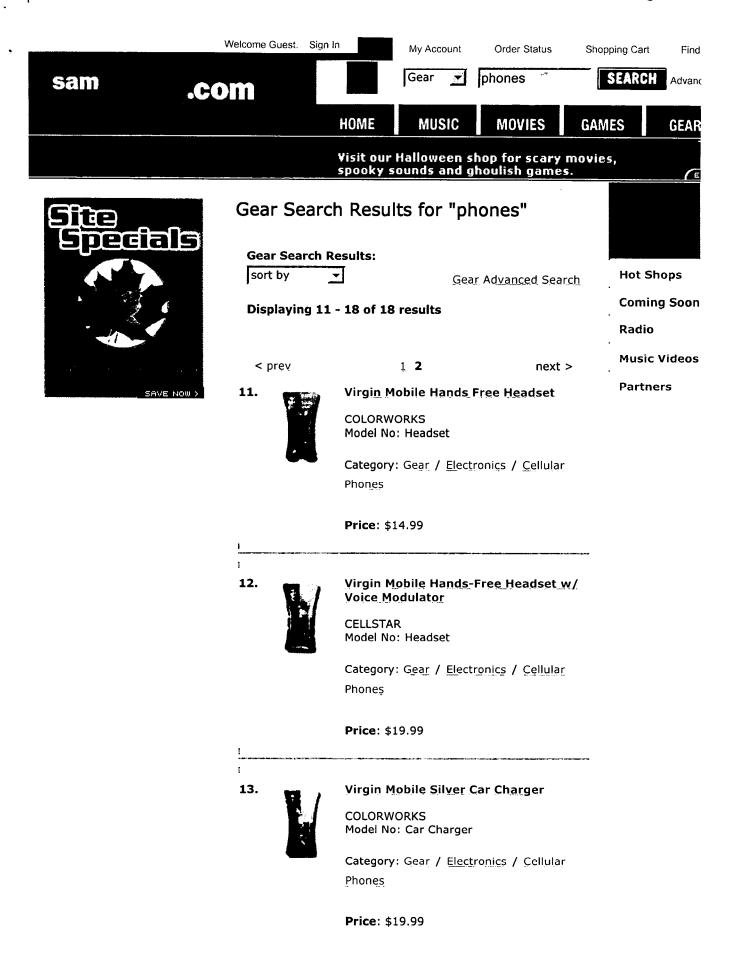
Model No: Top-up Card

Category: Gear / Electronics / Cellular

**Phones** 







14. Virgin Mobile \$30 Airtime Card VIRGIN MOBILE Model No: Top-up Card Category: Gear / Electronics / Cellular **Phones** Price: \$29.99 15. Belkin 9-Outlet Maximum Series SurgeMaster BELKIN Model No: SurgeMaster Category: Gear / Accessories / Cables & Connectors Price: \$29.99 16. Developing Cisco IP Phone Services: A Cisco Avvid Solution (with CD-ROM) with CDROM: (Hardcover) Author: Deel, Darrick Publisher: Cisco Press Published: February 1, 2002 Category: Gear / Books / Computer Books / Networking Price: \$55.00 (Hardcover) All Formats> Consumer's Guide to Cell Phones & Wireless Service: (Paperback) Author: WirelessAdvisor.com , Getconnected com, McLaughlin, Jeff Publisher: Syngress Publishing Published: December 1, 2001 Category: Gear / Books / Computer Books / Networking Price: \$19.95 (Paperback) All Formats>

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CHERRY LANE BOOKS
Model No: Music Book

Category: Gear / Musical Instruments & Sheet Music / Sheet Music / Artist Folio for Guitar

Price: \$22.95







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**Phones** 

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**Phones** 

**Price**: \$79.99

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**COLORWORKS** 

Model No: Case with clip

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**Phones** 

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6.



Virgin Mobile Belt Clip

**COLORWORKS** Model No: Belt Clip

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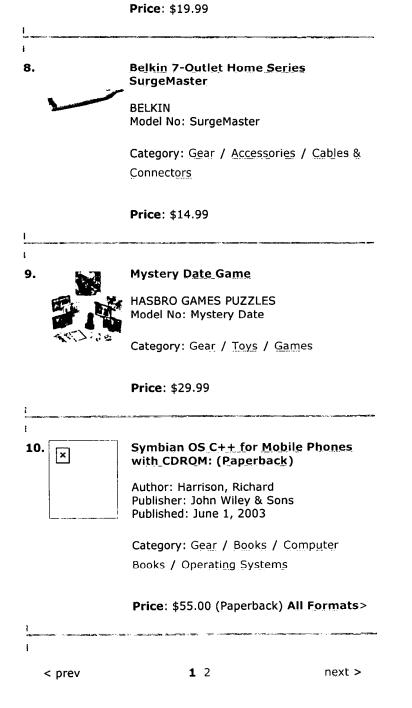
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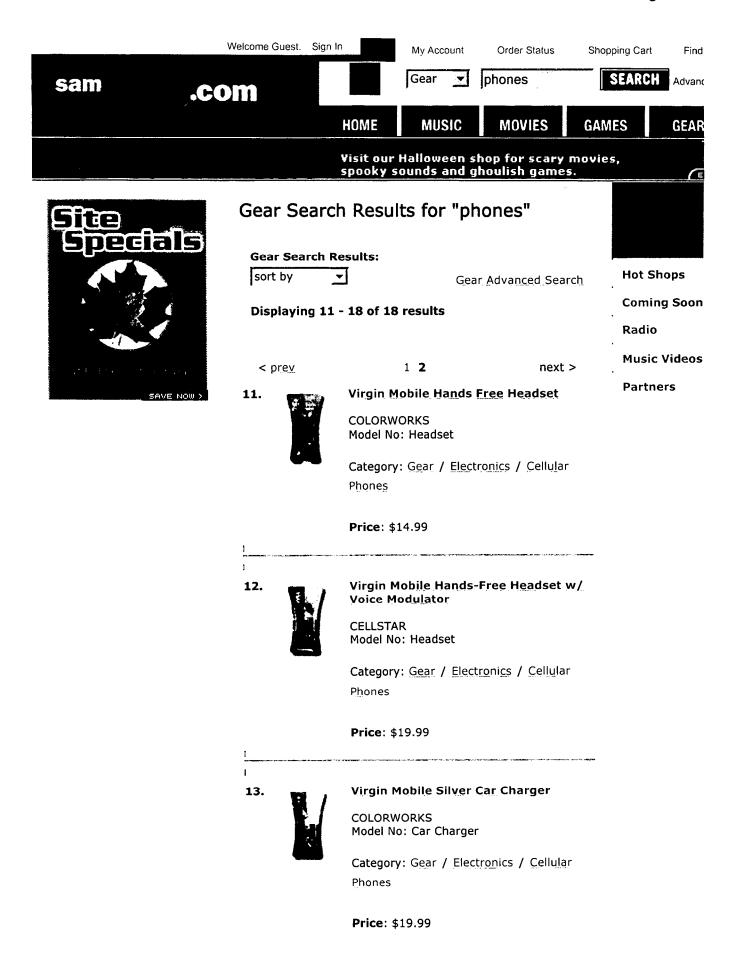
Model No: Top-up Card

Category: Gear / Electronics / Cellular

Phones







14. Virgin Mobile \$30 Airtime Card VIRGIN MOBILE Model No: Top-up Card Category: Gear / Electronics / Cellular Phones Price: \$29.99 **Belkin 9-Outlet Maximum Series** 15. SurgeMaster **BELKIN** Model No: SurgeMaster Category: Gear / Accessories / Cables & Connectors Price: \$29.99 Developing Cisco IP Phone Services: A 16. Cisco Avvid Solution (with CD-ROM) with CDROM: (Hardcover) Author: Deel, Darrick Publisher: Cisco Press Published: February 1, 2002 Category: Gear / Books / Computer Books / Networking Price: \$55.00 (Hardcover) All Formats> Consumer's Guide to Cell Phones & Wireless Service: (Paperback) Author: WirelessAdvisor.com, Getconnected com, McLaughlin, Jeff Publisher: Syngress Publishing Published: December 1, 2001 Category: Gear / Books / Computer Books / Networking Price: \$19.95 (Paperback) All Formats> 18. .... q .....

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CHERRY LANE BOOKS Model No: Music Book

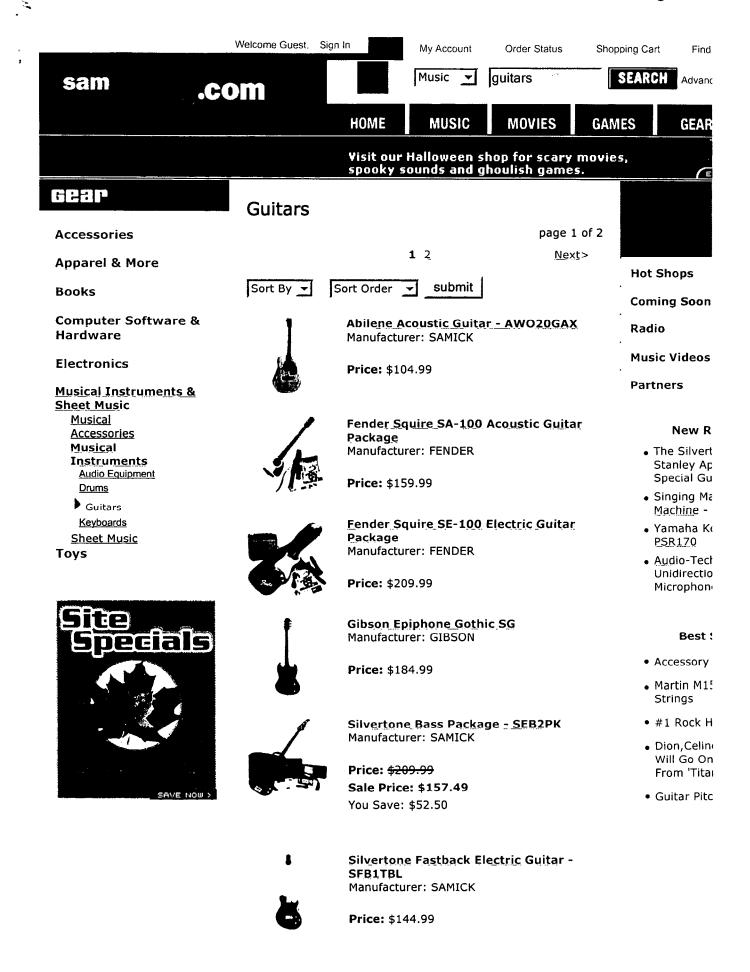
Category: <u>Gear</u> / <u>Musical Instruments</u> & Sheet <u>Music</u> / <u>Sheet Music</u> / <u>Artist Folio</u>

for Guitar

**Price**: \$22.95

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Silvertone Guitar - SIK1MBM

Manufacturer: SAMICK

Price: \$134.99



Silvertone Paul Stanley Acoustic Guitar -

**Special Order** 

Manufacturer: SAMICK

Price: \$169.99



Silvertone Paul Stanley Apocalypse Pro

Guitar - Special Order Manufacturer: SAMICK

Price: \$399.99



Silvertone Paul Stanley Guitar Amp -

**Special Order** 

Manufacturer: SAMICK

Price: \$49.99

1 2

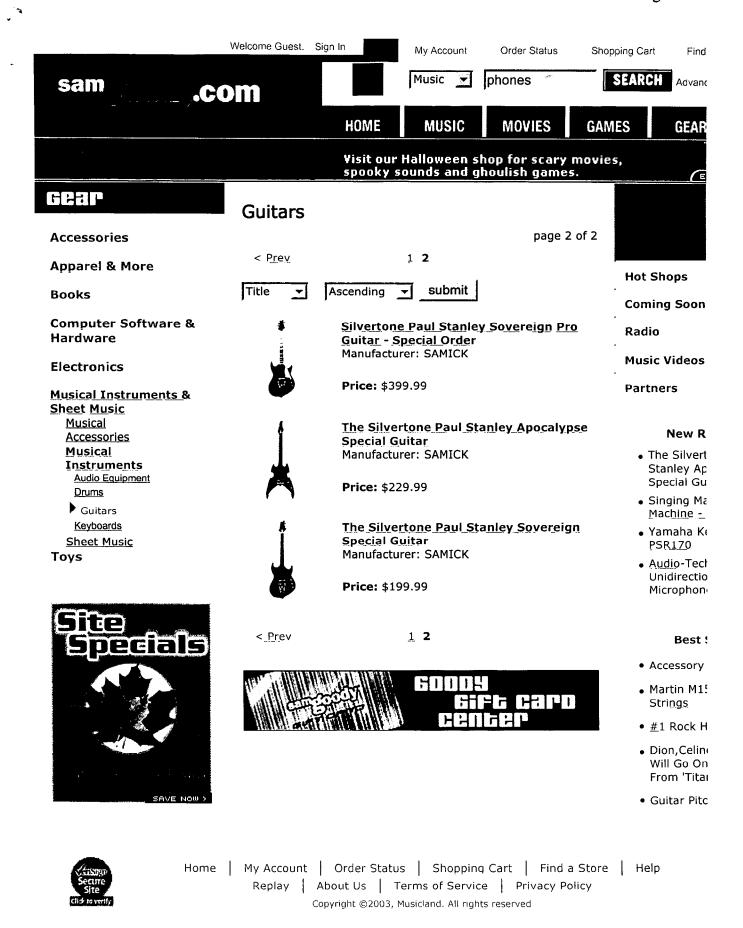
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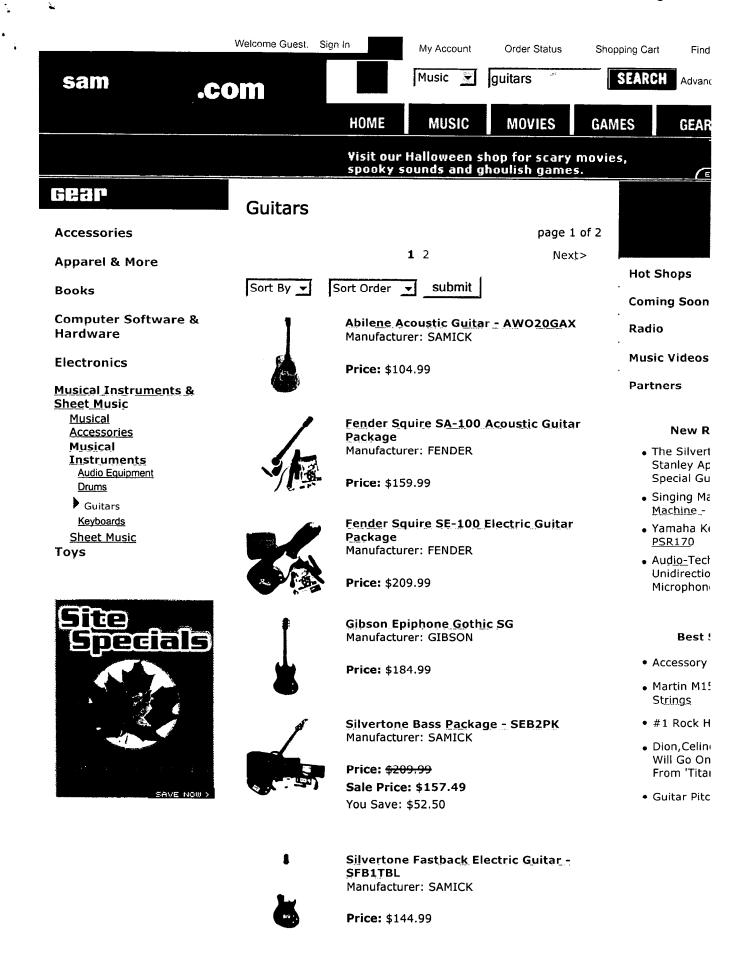




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Silvertone Guitar - SIK1MBM

Manufacturer: SAMICK

**Price:** \$134.99



Silvertone Paul Stanley Acoustic Guitar -

Special Order

Manufacturer: SAMICK

Price: \$169.99



Silvertone Paul Stanley Apocalypse Pro

Guitar - Special Order Manufacturer: SAMICK

Price: \$399.99



Silvertone Paul Stanley Guitar Amp -Special Order

Manufacturer: SAMICK

Price: \$49.99

**1** 2

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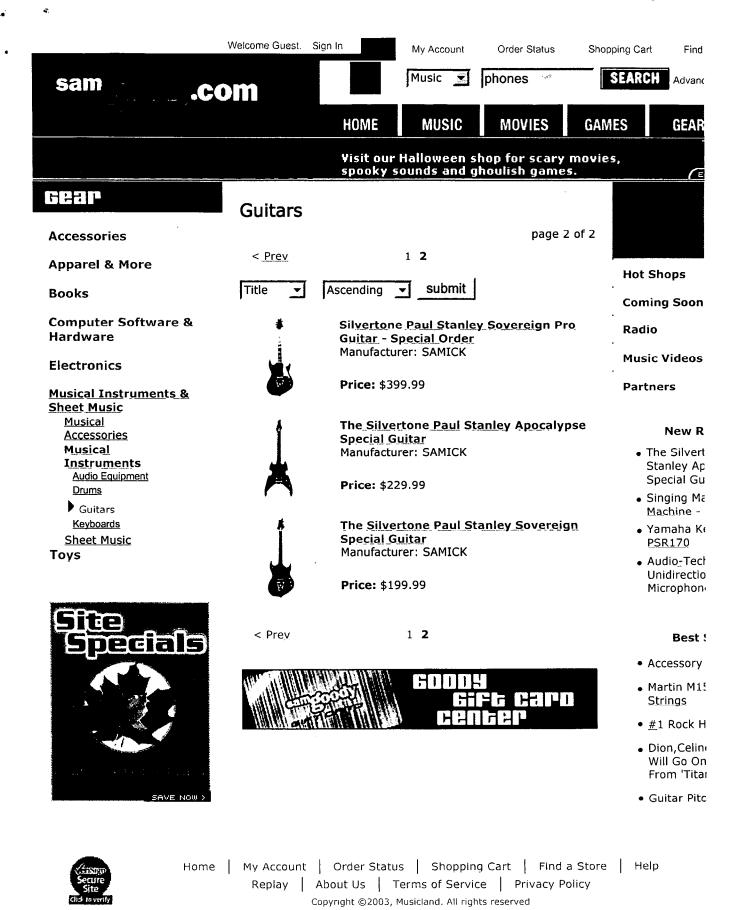


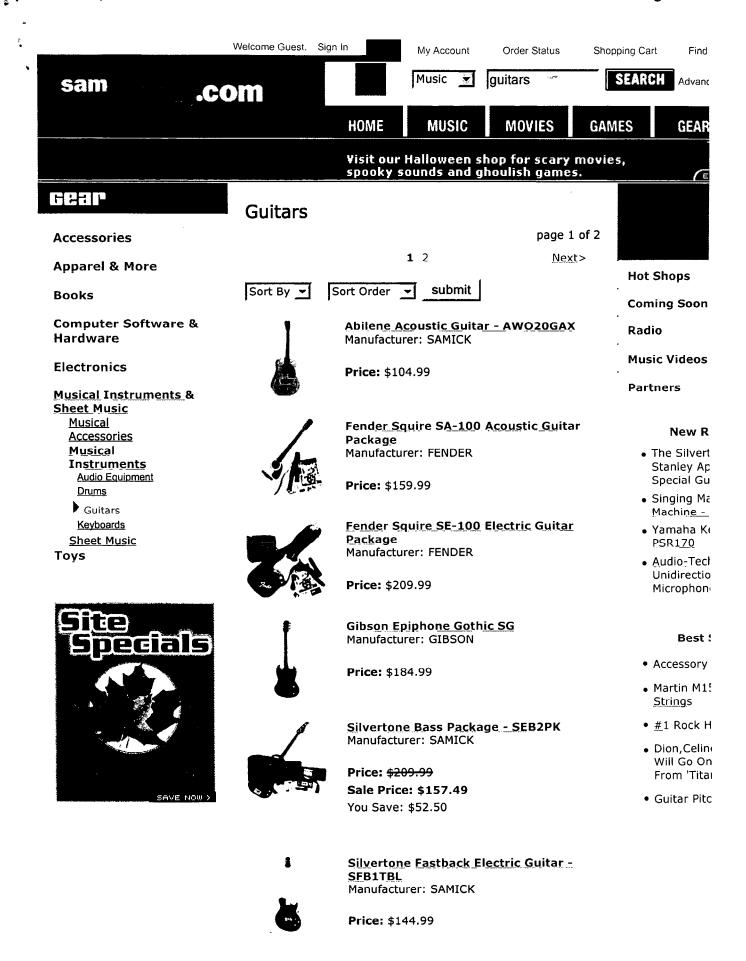


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Silvertone Paul Stanley Acoustic Guitar -

**Special Order** 

Manufacturer: SAMICK

Price: \$169.99



Silvertone Paul Stanley Apocalypse Pro

**Guitar - Special Order** Manufacturer: SAMICK

Price: \$399.99



Silvertone Paul Stanley Guitar Amp -

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Manufacturer: SAMICK

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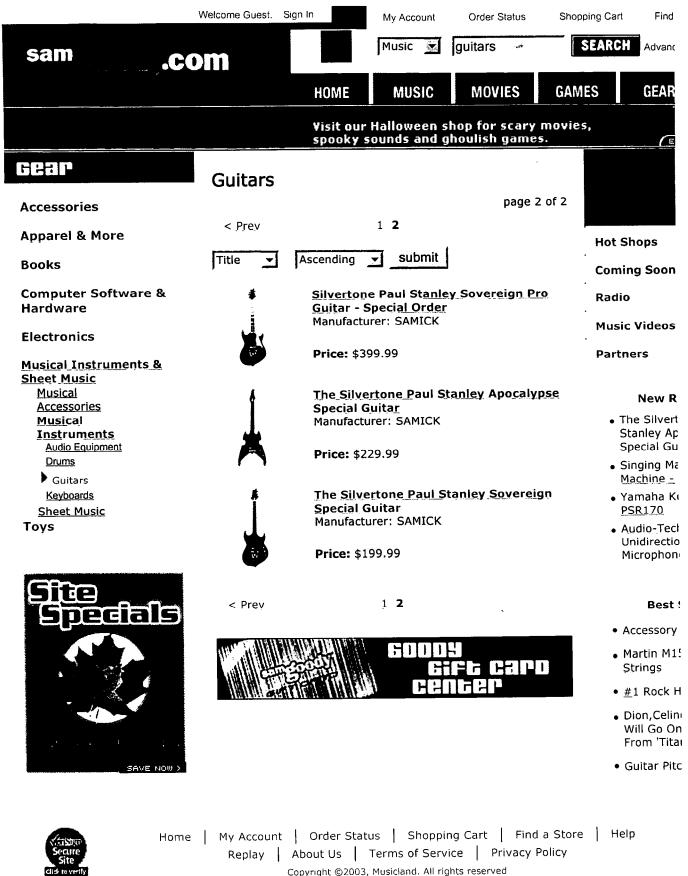




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Virgin Enterprises Ltd. v. Kay

(b. 13.63 Guitar Co.

Opposition No. 91154392

H Opposer's Testimony Deposition

Exhibit No. 4







physical ecience apparel company

1299 Sale,

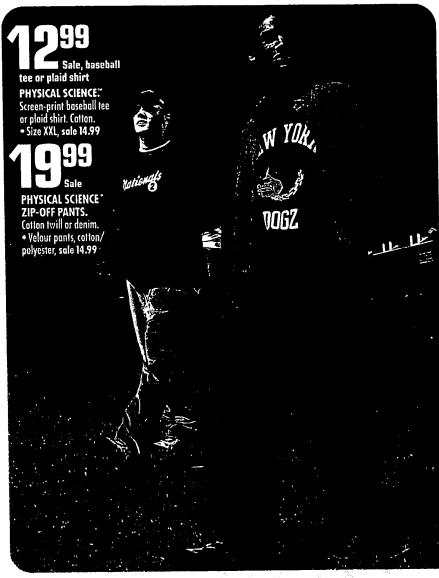
PHYSICAL SCIENCE:
Mesh football jersey, catton piqué
polo and cotton twill cargo shorts.
• XXL jersey or polo, sale 14.99

1 1 99 Sale, sweatshirt, jeans or pants

PHYSICAL SCIENCE. Hooded pullover screen-print sweatshirt, carpenter jeans and fleece pants. Cotton. • XXL sweatshirt, sale 16.99
• Visor or baseball hat, sale 7.19 & 7.99



Physical Science moves at the speed of your life. NEW AT TARGET.



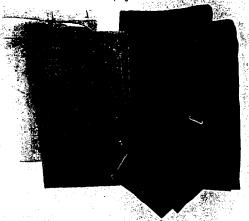






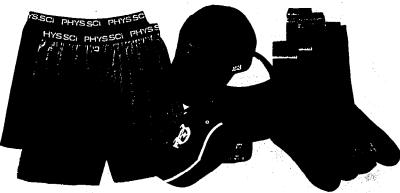


YOUNG MEN'S PHYSICAL SCIENCE"
SCREEN-PRINT T-SHIRT. Short sleeves
Cotton. • Size XXL, sale 9.99 • Other Physical
Science" tees, reg. 9.99-16.99, sale 7.99-14.99



**14**99 Sale

YOUNG MEN'S PHYSICAL SCIENCE"
5-POCKET PANTS. Twill with side cell phone
pocket or denim jeans. Cotton. • Other Physical
Science" pants, reg. 19.99 & 24.99, sale 14.99
& 19.99



PHYSICAL SCIENCE" BASKS.
All hats, boxers, socks and more.
Reg. 2.99-19.99, sale 2.39-15.99





FROM THE COVER

1699 Reg. 19.99

YOUNG MEN'S PHYSICAL SCIENCE SHOES.

Boys'styles, reg. 16.99 & 17.99, sale 14.99 • All other men's, boys' and toddler boys' suede street shoes also on sale.





ALL BOYS' PHYSICAL SCIENCE" ACCESSORIES. Choose from baseball caps, messenger bags, backpacks and more.



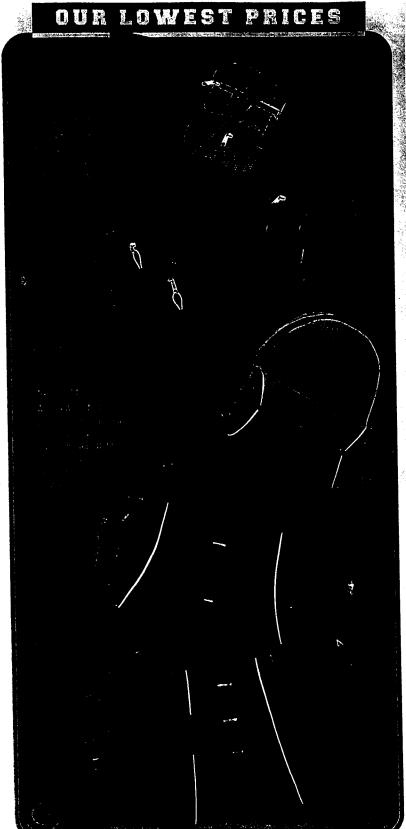
ALL BOYS' 4-16 PHYSICAL SCIENCE TEES. Assorted screen prints.



BOYS' 4-16 PHYSICAL SCIENCE" SHORTS. Carpenter style.

١

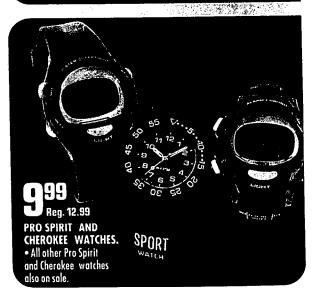






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43.90

Sale, tops
MOSSIMO RED.
Knit top with
woven cuffs and
collar, or striped
knit rugby.
Sizes S XL

9ale, sweater
MOSSIMO RED.
Ribbed sweater
with lace up
V neck or with
pouch pecket.
Cotton/LYCRA
elostone. Size 45 &L
also @ target.com

 $19^{99}_{\text{Sale, jeans}}$ 

## is for denim

and the second

blasted finish

crosska**lc**h

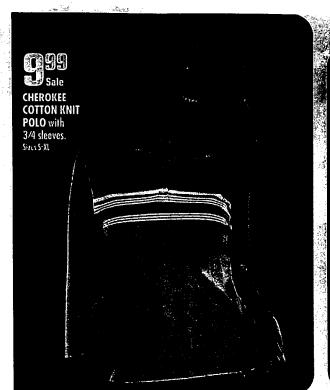
whisker wash

pintuck details

button bront

roleased hem

MOSSIMO® RED CROSSHATCH DENIM. Get a low-rise fit in stretch denim. Colors include black, khaki, olive, Euro-finish with whiskers, antique and pow vintage. Sees 1-5. MOSSIMO" RED STRETCH DENIM. Get the right finish and fit in stretch jeans. Styles include pintucks and 3-pocket with blasts and whisker-wash finishes. Sizes 1-15. XHILARATION\* DETAIL DENIM. Get the details you want with hip huggers, lace-ups, released hems and exposed buttons in tints and sandblasted finishes. Sizes 1-15.





WOMEN'S CHEROKEE:

• 3/4-sleeve woven tops. Cotton poplin in solids or stripes or cotton denim.

Exceptional Price. • Short-sleeve ribbed cotton V-neck sweater. Sale. All sizes S-XL.



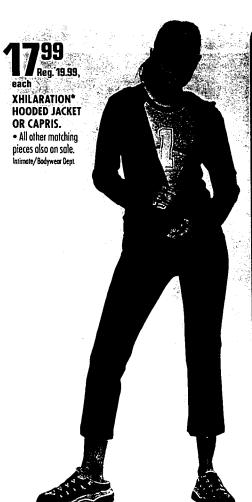
Sale, bottoms

- WOMEN'S CHEROKEE.

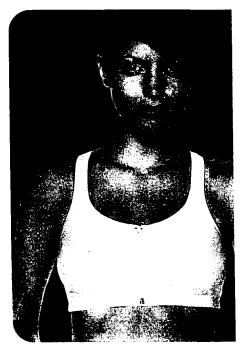
   Long stretch skirt in canvas or denim.

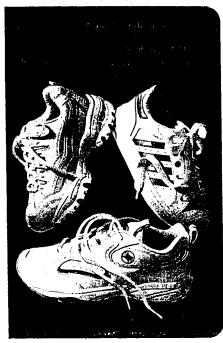
   Short stretch skirt in plaids or solid colors.

   Stretch plaid or denim cropped pants. All cotton/spondex. Sizes 4-16.











## dave on basics

Reg. 7.99, each piece
WOMEN'S NOVELTY
SLEEP CAMI OR BOXERS.
In assorted prints. • Other

In assorted prints. • Other selected women's woven novelty sleep pants also on sale. Located in the Essentially U Shop of the front of the stare or in the Intimate Apparel Dept.

388 Sale, each piece

GIRLS' 4-16 XHILARATION<sup>®</sup> SLEEPWEAR. Comi or boxer shorts in assorted cool prints. Girly Dept.

Sale, each piece
MEN'S SLEEPWEAR.
Tee or pants in assorted
styles. • Boxers, sale 3.88
botated in the Essentially U Shop
at the front of the stare or in the
Men's Dept.









# Dorm Life

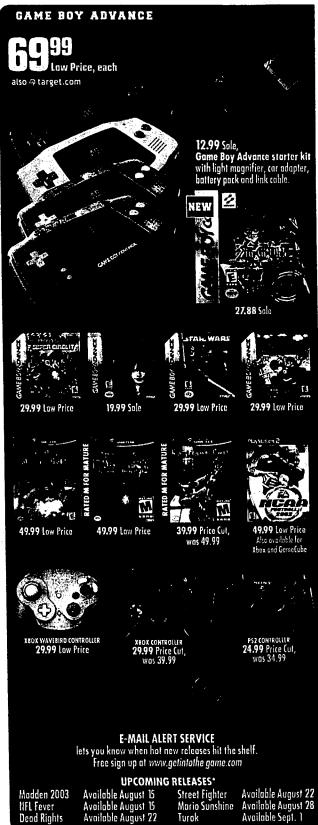


11.88 Various artists, Road Rules

5.99 Riddlin' Kids. Hurry Up and Wait

CD8

11.88 Various artists, XXX soundtrack



Turok Dates subject to change m

## Todd Oldham

# Choose large magnetic board will dock or combination magnetic board. • Small magnetic board, sale 11.88

तातृ न्हीति नृत्तातः also @ target.com

FLOOR LAMPS.
3-head track tree or pole lamp,
Pole lamp adjusts to fit any floor-to-ceiling height.

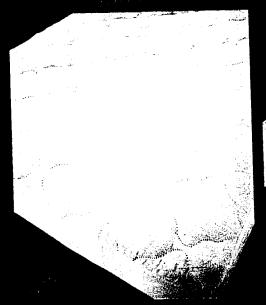
Sale, each

WASTEBASKETS in Todd Oldham's signature colors. Mesh or pattern style.

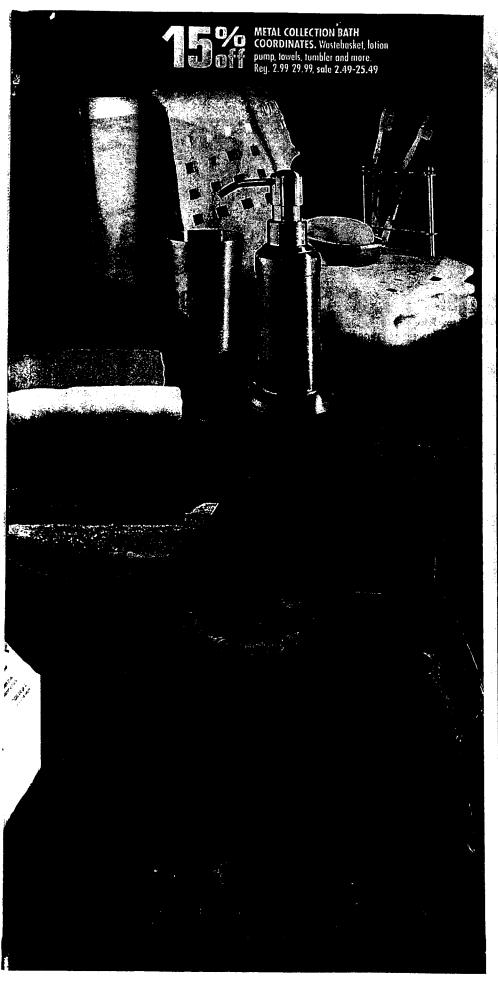
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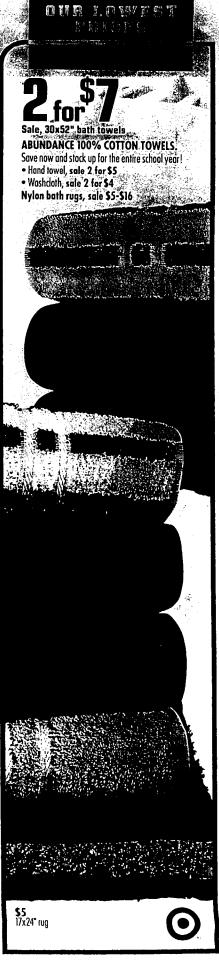
Dorm Life











# Dorm Life



BREAKFAST TIME! Get a good start on the day.

- Mr. Coffee 4-cup coffeemaker, No. AD4-2.
- Toastmaster 4-slice toaster, No. 12040WT.



599 Low Price

GEORGE FOREMAN EXTRA LARGE GRILL cooks up to 7 burgers. Channels away fat for leaner cooking. No. GRZ6TMR.

OUR LOWEST PRICES

Rubbermaid

Severite

Constitution

1699

Sale, set

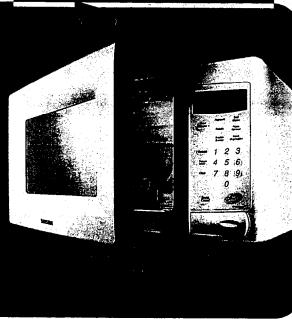
50-PC. RUBBERMAID SERVIN' SAVER SET. Microwave and top-rack dishwasher safe.

• 10% off all other Rubbermaid food storage sets.

also @ target.com

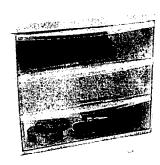


DIRT DEVIL FEATHERLITE 12-amp vac hos Microfresh filtration, on-board tools and headlight. Perfect for dorm rooms and apartments. No. 085540.



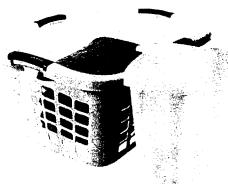
\$8 Sale, each style shown

ALARM CLOCKS are essential for on-time class arrival. • 10% off all other alarm clocks. Home Decor Dept. Sale excludes Todd Oldhom Darm Room!\* alarm clocks.



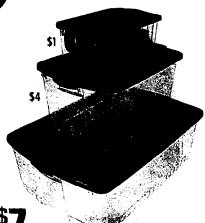
Sale, 3 drawer

STERILITE CLEARVIEW DRAWERS can be stacked, too, to create a dresser or nightstand. • 17 qt., sale \$5 • 29 qt., sale \$7 • 45 qt., sale \$11



599 Sale, each

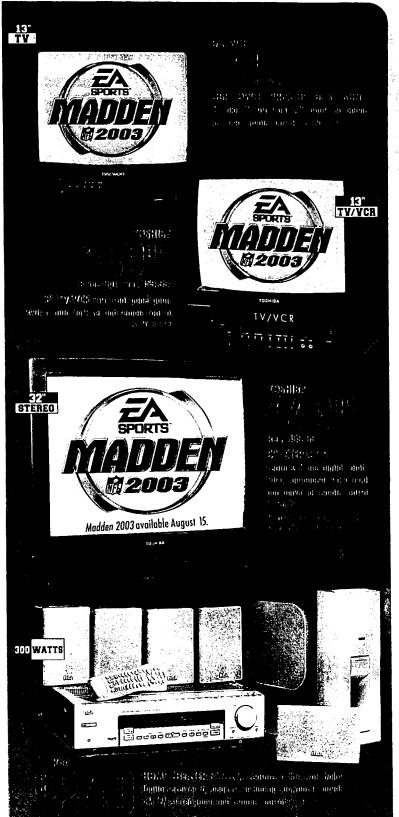
RUBBERMAID. 12.9-qt. Slimfit swing-lid wastecan or 2-bu. laundry basket. • 10% off all other Rubbermaid laundry baskets, hampers and wastecans. Statage and Organization Dept



Sale, 14.7 gal.

RUBBERMAID FASHION CLEARS storage boxes.

- 1.4 gal., sale \$1 6.5 gal., sale \$4
- 4.5 gal., sale \$3



ſ<sup>2111</sup>





TOSHIBA

**Low Price** 

DVD/CD PLAYER with S-video and component outputs, MP3 playback and remote control. No. 502800.



DAEWOO

DVD/CD PLAYER. Features digital audio and S-video outputs, and remote control. No. DVG-4000S. • RF modulator, sale 19.99



DAEWOO

4-HEAD HI-FI VCR. Has front A/V inputs, stereo sound and full-function remote control, to DY-TROM. Low Price



DAEWOO 2-HEAD VCR. Has front A/V inputs and Low Price

# Dorm Life

## Virgin mobile. New at Target!

Low Price

Kyocera 2119
mobile phone,
2 changeable
faceplates and
\$10 of air time.



MOBILE PHONE

TOP-UP CARDS.
Easily add airtime to your
Virgin mobile phone account.
Includes Voicemail, Caller ID
and Long Distance.

THE PARTY ANIMAL STARTER KIT.

Simple, pay-as-you-go mobile service. Kit includes a

The **Party** Animal



\$50 Ton-Up \$20 Top-Up Card

 $$30^{\text{Top-Up}}_{\text{Card}}$ 



40 **49.99** Low Price \$50 card 19.99 Low Price

LEXMARK

**Z23 COLOR** JETPRINTER. Crisp black text and vivid color printing up to 1200x1200 dpi.

Prints up to 8 pages

per minute.

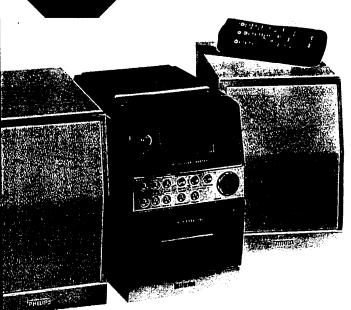
Listing pricing is 25° for the first O minutes each day, and 10° per

**AUDIOVOX** 

5-CD MUSIC SYSTEM. Features a 5-disc changer. AM/FM stereo tuner and remote control. No. CD1072.



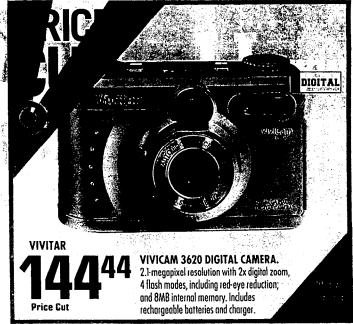
an listen



**PHILIPS** 

MICRO CD MUSIC SYSTEM with 20 watts total power, digital AM/FM tuner and cassette deck, No. MC30.





and learn!





**\$29** 

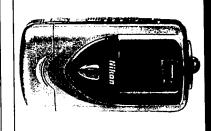
ATTITUDES PERSONAL CD PLAYERS.

Fun new designs show off your personality. Choose from Divo, Princess, Innocent and Angel. Each has 45-second anti-skip protection.

## HNOLOGY. PRICEC

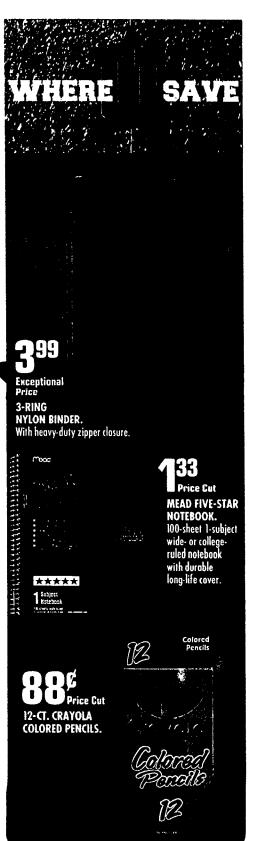






A Company of the Comp

# Dorm Life





SCHOOL SUPPLIES. 48-ct. ColorGear crayons, 10-ct. ColorGear markers, 5-ct. RoseArt USA Gold

pre-sharpened pencils or Stow-N-Go plastic storage box.

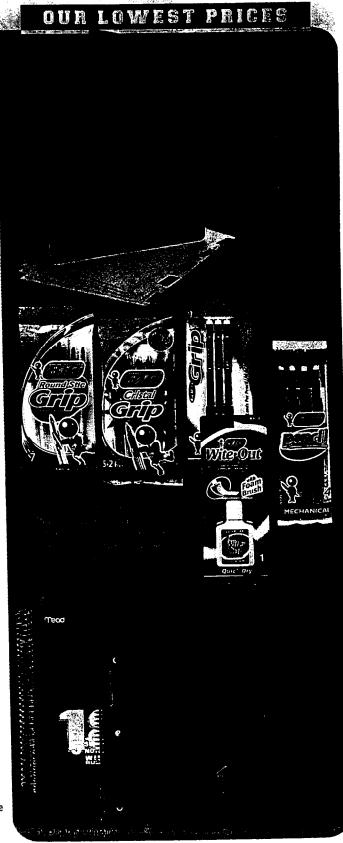


TEXAS INSTRUMENTS
TI-30Xa SCIENTIFIC
CALCULATOR. Perfect for
general math and science.
Electric is Dept

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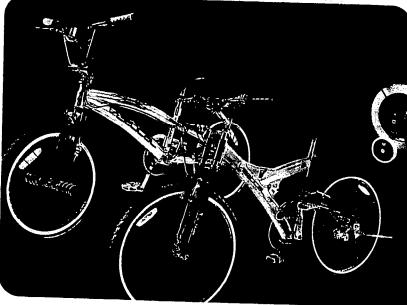
3773 TEXAS TI-83 P

TEXAS INSTRUMENTS TI-83 PLUS GRAPHING CALCULATOR. A must-have for algebra, calculus and physics. E earnems Deat





Sale
HUFFY POWER FORCE
BASKETBALL SYSTEM.
Features 44" eco-composite
bockboard. Adjusts from
7% to 10' Fill portable
base with water or sand.
Style may vary by store.



YOUTH BIKES.

• 16" boys' Grid Iron " (shown) or girls' Girl Talk.

• 12" girls' Walla Koala (shown) or boys' Turbo Force, Some assembly required,

38

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VROOM & BOOM instant win game

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Seed More and provided the first of decided as a set of 100 p. Notice of 200 p. Seed the control of 100 p. Seed the first

4

## LOWEST PRICES

also @ target.com

EDDIE BAUER\* JR. SLEEPING BAG. 29x72". Machine washable. Rated to 40° F.

**EDDIE BAUER** CONVERTIBLE HOOD SLEEPING BAG with zip-up hood. 33x90." Rated to 30° F.

EDDIE BAUER ARCH-ZIP MUMMY BAG, Quili construction with nylon outer shell. 33x90". Rated to 0° F.

**EDDIE BAUER** 3-ROOM TENT. Spacious 16x10' tent has 6' center height. Sleeps 8. Features clearview window for added light, mud mat, shoe packet and more. else clarge t com

Osale

EDDIE BAUER ONE-ROOM DOME TENT. 10x10' with 6' center height. Sleeps 5. Includes shoe pocket, mud mat and more.



ASSISIANCE.

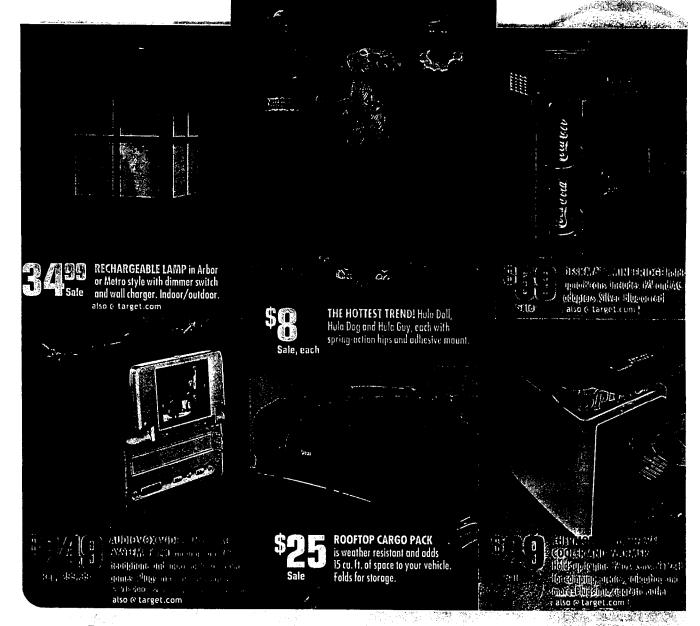
AeroBed with built-in electronic pump. Includes mattress pad

Aero Minute bed with cordless rechargeable pump in twin and queen sizes, sale 69.99 & 99.99 also @ target.com

**\$29** Sale, Lugnut a

Sale, Tarmac IONIK BAGS by Ogio.

- Tarmac messenger bag in moonstone and black.
- Lugnut weatherresistant backpack with external helmet carriage system. Graphite, royal or yellow. 15% off all other lonik bags and backpacks. Sporting Goods Dept



## Clearance on all Samsonite cell phone accessories





SKIN CARE. 1-oz. Clearasil Vanishing Cream, 6.25-oz. Bioré, 4-oz. Clean & Clear Deep Cleansing Mask and more.



COLGATE. 2-pk. 8.2-oz. Colgate with 4.6-oz. 2-in-1; 3-pk. 4.2-oz. Colgate Total or Fresh Confidence, Quantities limited, No rain checks,





899 Sale, each FRESH STEP CAT LITTER.

28-lb. Scoopable Cedar or Scoop pail; 4-lb, crystal litter.







PAIN RELIEF. 100-ct. Tylenol Extra Strength gelcaps, Extra Strength PM caplets and Arthritis caplets; 100-ct. Motrin gelcaps; 180-ct. St. Joseph. Assorted varieties.



SOAP. • 12-pk. Dial or Coast bar soap. • 64+16-oz. Dial bonus-size liquid soap.

• 24-oz. Dial body wash. Quantity limited on bonus offer.



Cinnamon Toast Crunch/Golden Grahams or Reese's Puffs/Cookie Crisp. Each pack has 41 total oz." Quantity limited. No rain checks.



497 Special Purchase HI-C DRINK BOXES. 30-ct, variety value pack. Quantity limited. No rain checks.



FUN-SIZE CANDY. 13.3-oz. Snickers, 14-oz. Nestlé Butterfinger and more.



99 Special Purchase, each **GLAD DRAWSTRING TRASH BAGS.** 81-ct. 30-gal. Outdoor or 120-ct. 13-gal. Tall Kitchen bags. Quantities limited. No rain checks.

CATCH THE EXCITEMENT OF AUTO RACING TODAY ON NBC! AUGUST 4, 1 pm ET. WATCH TEAM TARGET™ IN THE 2002 WINSTON CUP SERIES.



SAVE 10% when you open e restrictions apply to 10% savings.

2<sub>for</sub>\$5

**4**99 Sale

doths, sale 2 for \$5

HAIR CARE. 6- to 13-oz. L'Oréal; all

40-CT. PLAYTEX GENTLE GLIDE

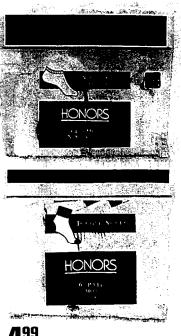
TAMPONS. • 32-ct. Personal Cleansing

TRESemmé styling aids and 14-oz. Hydrology.

• 32-oz. TRESemmé shampoo or conditioner, 2.99

purchases are subject to larget com terms and conditions. We reserve the right to limit quantities

to normal retailpurchases. The larget Viso and larget G by Retailers National Bank, an affiliate of Target Stores St Targel Stores: The Bullseye Design is a registered frod more of larger Brands, Inc. All rights reserved: Every Torget supplement is recyclobic; Help project our anticomment.



**499** Sale, pack 6-PK. MEN'S HONORS' SOCKS. Jogger, no-show styles and more. • Ext. size, sale 5.99 10-pk. men's Honors® crew socks, sale 6.99

Special Purchase 12-PK. SCOTT PAPER TOWELS. No rain checks. • 400-ct. Scott napkins, 2 for \$5



for the location nearest you.





Sale 12-PK. SCOTT BATHROOM TISSUE.



HUGGIES BABY WIPES REFILL.

160-ct. Natural Care or 144-ct. Supreme Care. • 80- or 64-ct. tub, 2 for \$5



86 Sale, each **SOLID-COLOR PORTFOLIO FOLDERS.** 2-pocket or 2-pocket with prong style.

Back-to-school What U Need Dept.



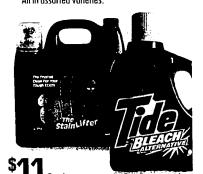
699 Sale PAMPERS. 58- to 72-ct. Boby-Dry diapers with free 20-ct. Bibsters, No rain checks. • Luvs Mega Pack diapers, 12.47



3<sub>PKS</sub>. 9<sub>Sale</sub> 12-PK. SOFT DRINKS. Coke, Diet Coke, Vanilla Coke and more. • 6-pk. .5-liter Dasani, 2 pks. \$4



2 for 5 Sale FRITO-LAY SNACKS. 20-oz. Tostitos or 25-oz. Doritos. • 16-oz. Tostitos salsa, 2 for \$ All in assorted varieties.



Each LAUNDRY DETERGENT. 300-oz. All liquid, 200-oz. Tide liquid and 63- or 80-load Tide powder.

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We're with you "

149<sup>99</sup>

Sony's PSYC™ DVD/CD/MP3 Player comes in a unique, compact style

that looks great anywhere you put it. You can even customize its colors with downloadable paper inserts—just remove the top plate, pop in the insert and voila!—you've got a new look. DVPPo1

## We Were Soldiers

DVD in stores Tuesday, August 20



super low price 39999

free delivery

RCA 31" Stereo TV at an Awesome Price F31317 free carrying case

with purchase tree case is the ALS SPS960. 19.99 value Limited Quantities. White Supplies Last. Mammum 8 net location

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PlayStation 2 Video Game System Creates Amazing Graphics & Sound 97001/97004

Stand sold seperately.

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Prices Effective 08/18/02 to 08/24/02



# new CD releases

in stores Tuesday, August 20th



Angie Martinez



Hezekiah Walker & The Love Fellowship Choir The Family Affair It Live At Radio City Music Hall



699 Jimi Hendrix Experience Smash Hits

199 Undisputed Soundtrack uring Cash Money Millionaire 1099 Diamond Rio Completely



iring Snoop Dogg and Dr. Dre

1099 Mana Revolucion De Amor



Donell Jones Life Goes On



Anita Baker



Goldmember Soundtrack Featuring Britney Spears And Bevonce Knowles



899 Paulina Rubio Border Girl



Red Hot Chili Peppers By The Way



799 System Of A Down Toxicity



## essential hits

Choose from these titles and more.

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Marc Anthony incubus
Marc Anthony APPA Make Yourself



Bruce Springsteen



Hardball Soundtrack Featuring Lil' Rascals



Korn Korn

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with purchase of 2 or more titles @ circuitcity.com

Offer applies to standard USPS ground shipping.

reserve your copy of Dixie Chicks "Home" now @ circuitcity.com

Available Tuesday, Aug. 27. Street date subject to change.



Carmen: A Hip Hopera



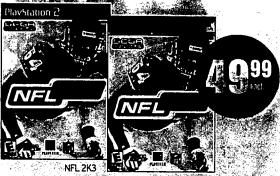


# football frenzy \$10 gift card instan

with purchase of NFL 2K3 for PlayStation®2



new release in stores Friday, August 23<sup>rd</sup>



# free

"Super Bowl XXXVI" DVD with purchase of NFL Fever 2003™ for Xbox™

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new Madden NFL 2003

## essential pc games



3499 Soldier Of Fortune II: Double Helix





save 10 19<sup>99</sup> The Sims: Hot Date



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Save \*10 8999 Microsoft® Windows XF Windows XP Home Edition



save '20 129<sup>99</sup> Microsoft® Office XP for Students & Teachers



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14<sup>99</sup> Middle School Excelerator

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**SONY** 45-Watt CD Player with RCA Output for Easy System Expansion coxL300



BAZOOKA 51/4" 2-Way Car Speakers with 100-Watt Power Handling EL525

61/2" 2-Way

Car Speaker EL600.. 6" x 9" 3-Way Car Speaker EL690...

115 gift card

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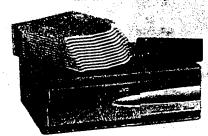
50-Watt CD Player with Flip Down Face, Built-In Changer Control & Remote 5

(((,,,,,,,)))



\$25 gift card

52-Watt XMTM-Ready CD Player with Large, Easy-to-See Display, 3 Pre-Outs & Wireless Remote



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12-Disc CD Changer with Wired Remote Works with Any FM Radio CHX470RF

## XM satellite radio installation with purchase of any XM tuner & antenna



Satellite Radio Reception GEXFM903XM

# **ear** with XM digital satellite radio

It's coast-to-coast, 24/7 coverage with 100 channels of the music, news, sports, comedy, and talk radio you want to hear-over 30 are commercial free. 





RADIO

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- STO value. Free installation is valid on tuner box and antenna only and is not valid on previous purchases. Kits, harnesses and/or wires may be required at an additional cost. A S3 material fee is applied to all installed products.



\*Excludes video-in-a-bag products and previous purchases. Security system is RATTLER250 (0B RATTLER250). Kits and wires may be required at an additional cost. A \$3 materials fee is applied to all installed products. See store for details.

All the Latest, Hottest, Smallest Portable Audio is @ AOL Keyword: circuitcity



\*Mississum monthly payments of 4½ or \$20, whichever is greater, of the purchase amount are required during the No Interest period. Or for Extended Payment Plan accounts minimum monthly payments of 3.5% or \$15, which ever is greater, of the purchase amount are required during the No Interest period. Purchase price must be paid in full writhin 12 months of the purchase date, or finance charges will be assessed from the date of purchase. See inside back cover for details.





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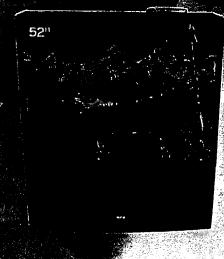
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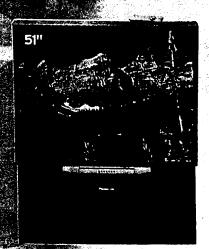


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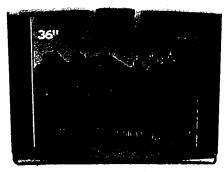
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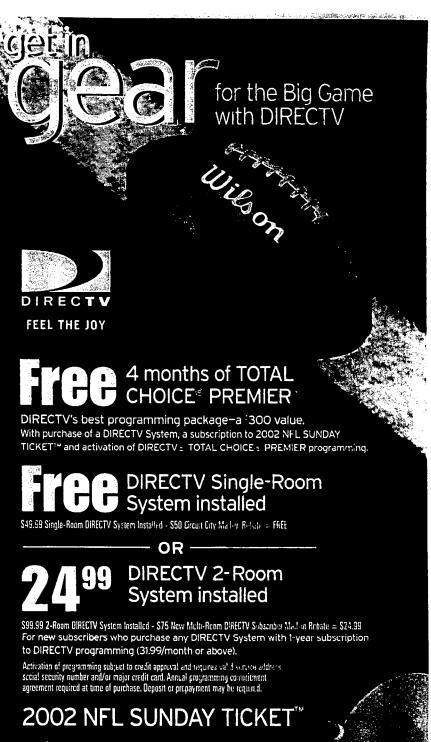
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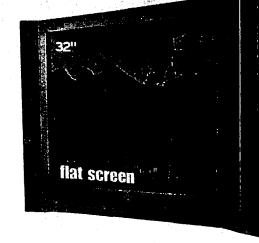
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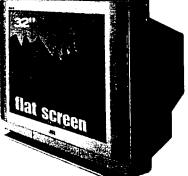
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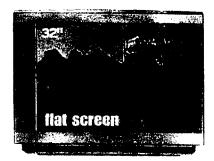
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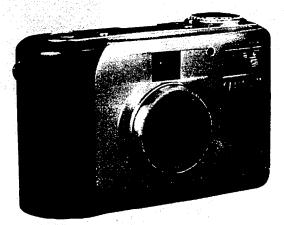




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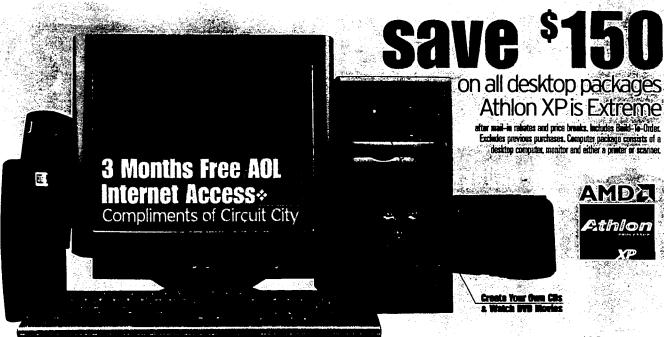
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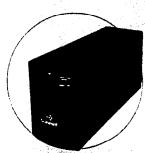
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- 15" Presario Multimedia Monitor (13.8" viewable image area)
- S300 Color Bubble Jet Printer 6016US/MV5500/S300

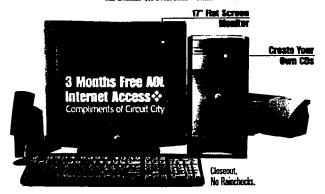
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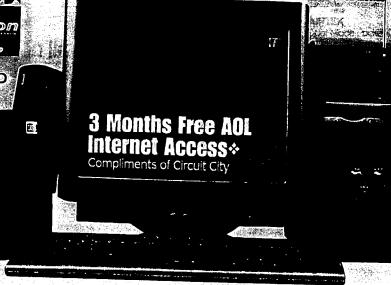
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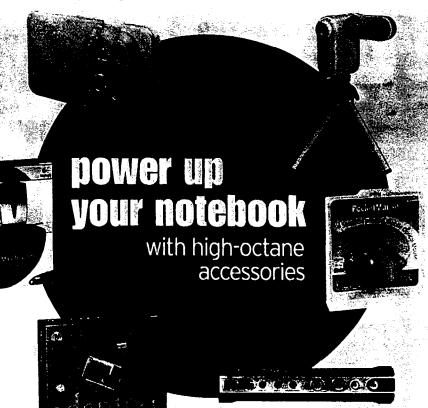
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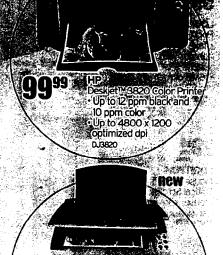
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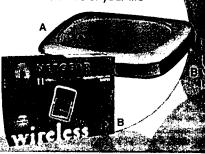
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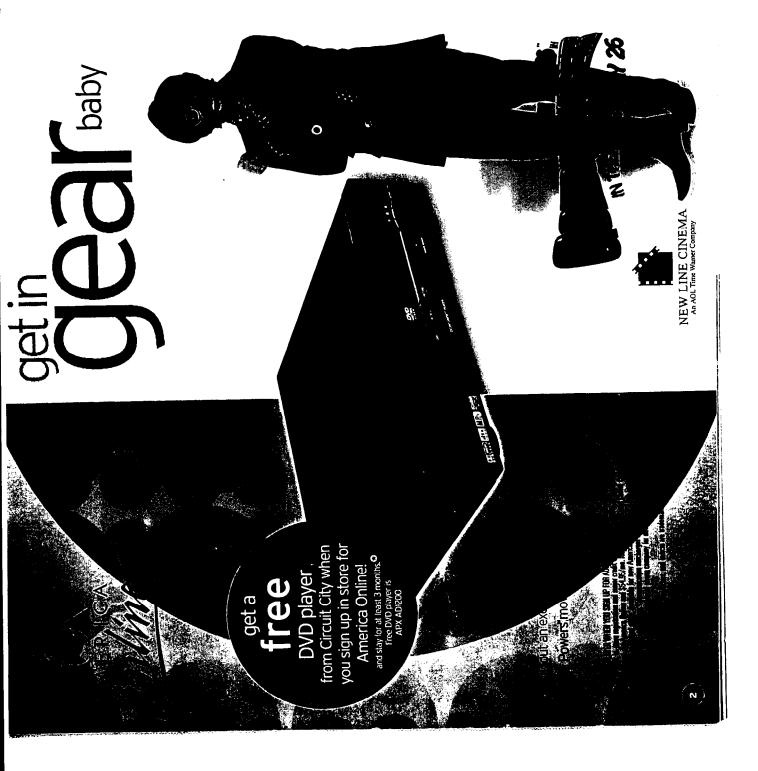
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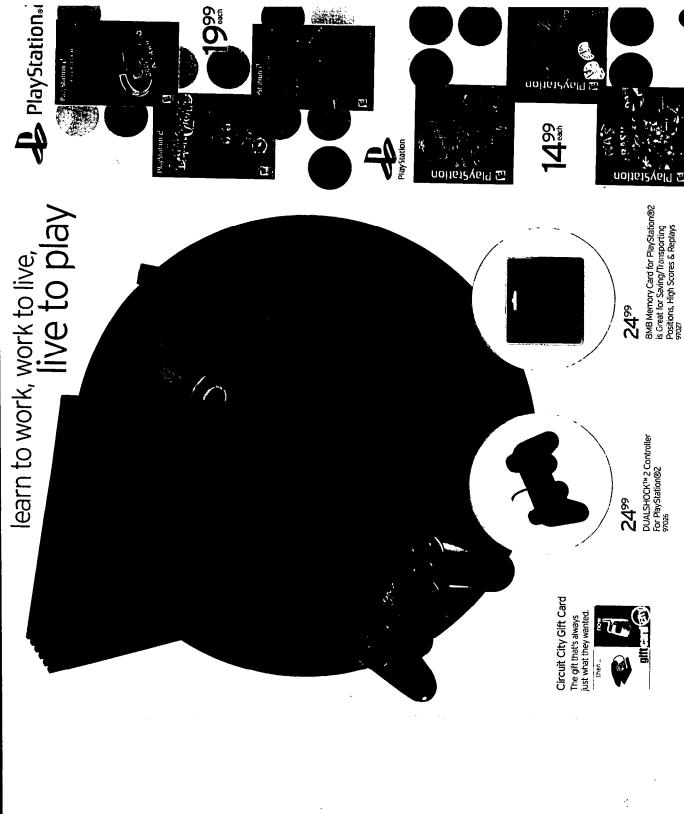


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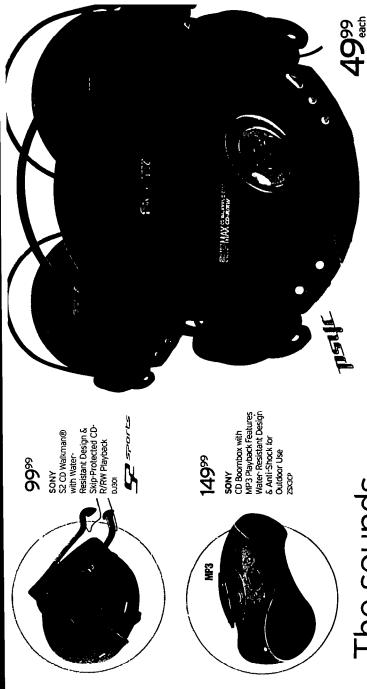
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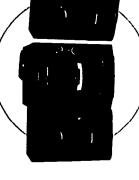
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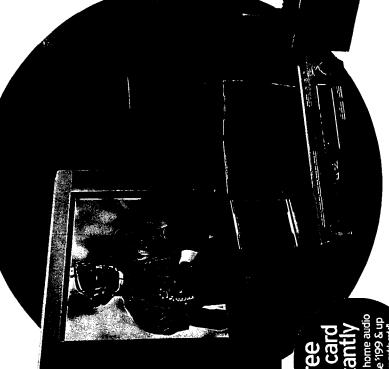
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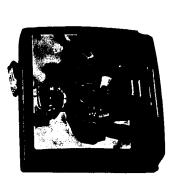
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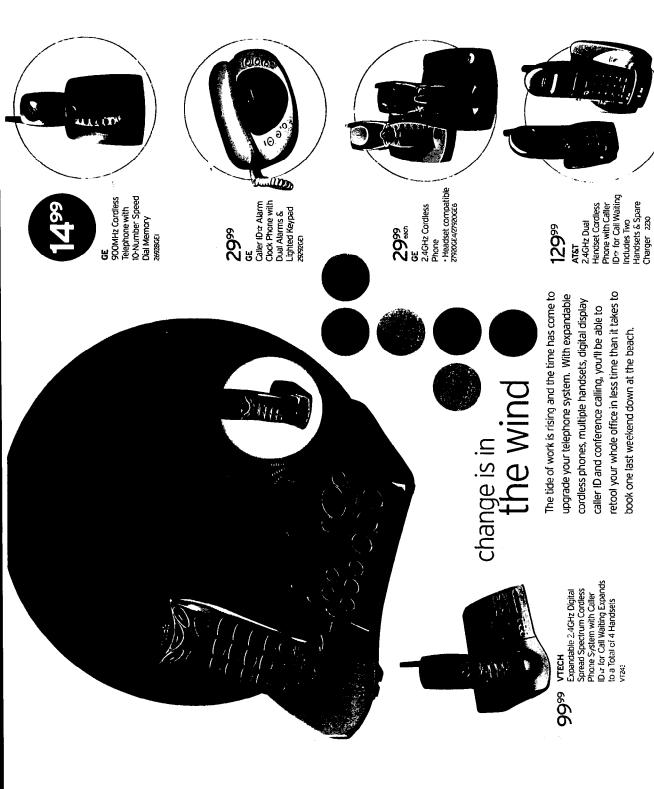


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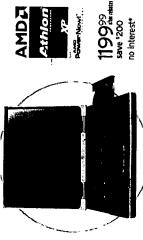
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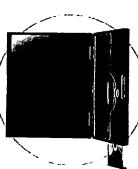


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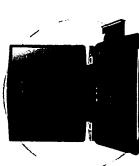
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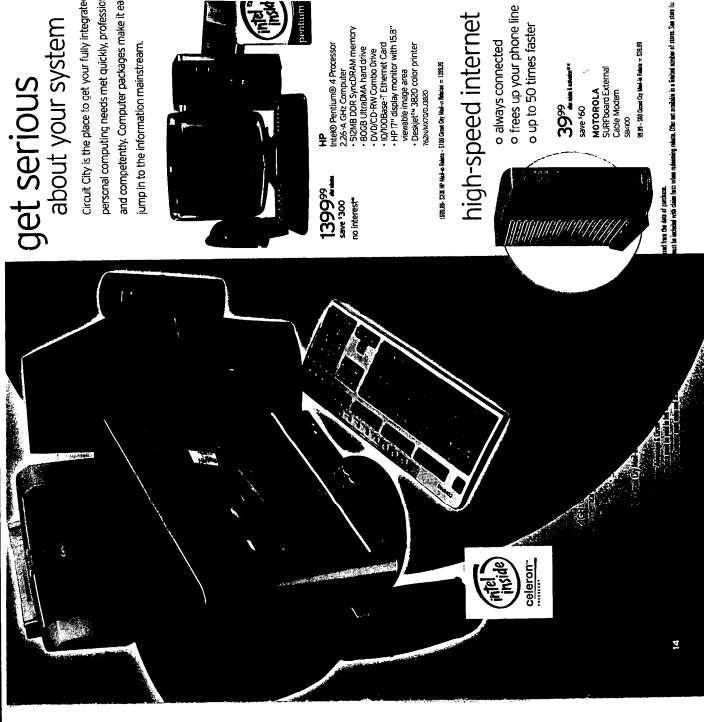
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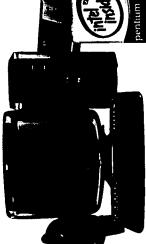
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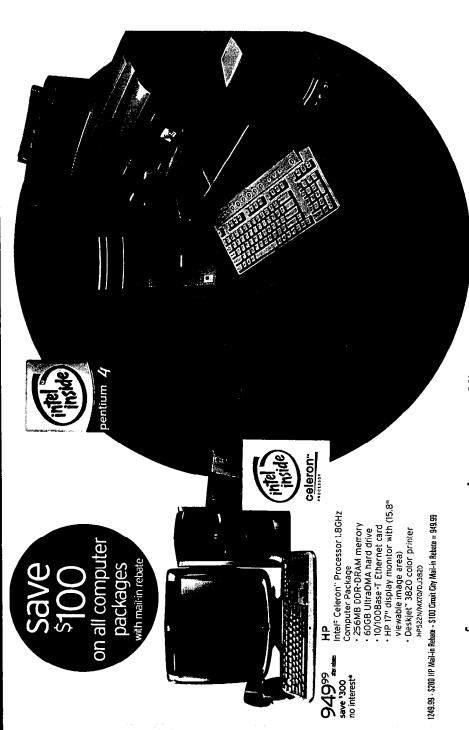


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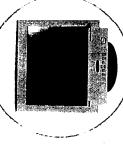
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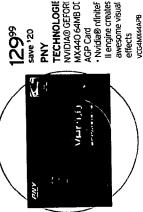
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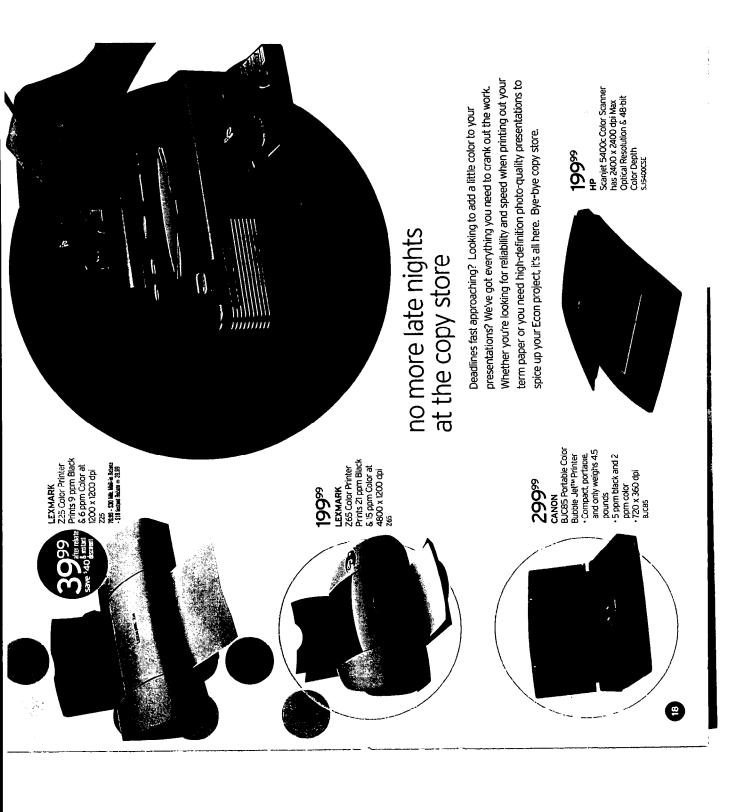
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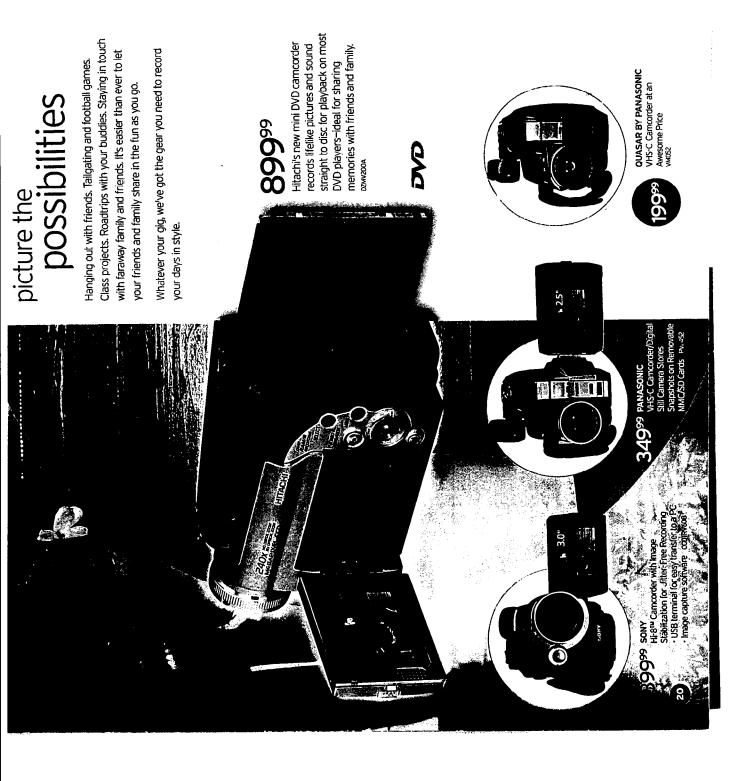
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   Big Bonus to your account if you use \$50 of the artime you bought.

### We're So Easy

- No contracts to reprise execute checks, no notes from your man No activation feed, no inconting service charges, no destroyed monitor anklet.
- Know where you stand. On A year balance with a post of your to phone's Balance Bottom. With Victors Mobile it's easy to stay in control.





Virgin Enterprises Ltd. v. Kay 10. 23.63. Guitar Co. HH Opposition No. 91154392 Opposer's Testimony Deposition Exhibit No. 66.

## The Super Model

- Just grab this phone and GO!
- Talk more, pay less.
- Plus incredible
   VirginXtras

Winds minds

### The Super Model

Do they want you, or your cell phone?

### It's Everything You Need

- · Your phone, battery, and a charger
- \$10 of air time to get you started
- · Instruction manual with all the details
- And a little something special wouldn't you like to know?

Buy it! Activate it! Use it!

### Stuff You Really Want

- Text Messaging and VirginXtras to keep you entertained when the same old conversations don't do it anymore.
- Voicemail, Long Distance, Caller ID, Call Waiting, and more, all included in your service at no extra charge.

Virgin

### The More You Talk, The Less You Pay

- Calls cost the same no motter
  when or where you make them:
  \$0.25 a minute for the first 10
  minutes each day, then WHOOSH!
  \$0.10 a minute for the rest of the
  day (and night of course)
- Plus, each month we'll add a 510.
   Big Bonus to your account a you use \$50 of the airtime you boll tht.

### We're So Easy

- No contracts to sign, no credit checks, no notes from your norm No activation fees, no remail y service charges, no electronic monitor anklet
- Know where you stand "Check", we balance with a push of year or be phane's Balance Batton. With 5 fair Mobile it's easy to stay in control

### VEL U.S. Litigations

			i
Settlement reached and action voluntarily dismissed as to Job Shark Corporation on 10/13/99; Default Judgment issued against Virgin Recruitment Ltd. on 11/29/99.	virginrecruitment.com, virgincareers.com, virginjobs.com and virginjob.com	99 Civ. 9853 (KMW)	VEL v. Virgin Recruitment Ltd. and Job Shark Corporation
Settlement reached and action voluntarily dismissed on 9/29/99.	virginchocolates.com	99 Civ. 8936 (BSJ)	VEL v. Virgin Chocolates, Inc.
Default Judgment issued on 8/02/99.	virgincosmetics.com	99 Civ. 2920 (LLS)	VEL v. AccessEducation
Organic Joughtenis issued against E. C. Politich and 1/10/99, Virgin Dreams Entertainment on 5/14/99, and Virginexpress.com on 9/27/99; Settlement reached and action voluntarily dismissed against Virgin Oracle on 8/25/99; Settlement reached and Consent Decree entered as to Ft. Lauderdale Network on 5/24/00.	virgindreams.com, virginexpress.com, virginnet.com, virgin-net.com, and virginoracle.com	98 Civ. 8463 (LMM)(MHD)	VEL v. Virgin Dreams Entertainment, Virginexpress.com, E.O. Domains, Ft. Lauderdale Network, and Virgin Oracle
Default Judgment issued 10/09/96.	virginatlanticairways.com and virginatlantic.com	98 Civ. 4527 (SS)	VEL v. Glenn Rogers and Virginatlantic.com
Settlement reached; action voluntarily dismissed on 8/31/98.	virginpower.com, virgincinema.com, virgincinemas.com, virgin-cinemas.com, virgin-cinemas.com, virgin-electric.com, virgin-exploration.com, virginfareast.com, virgingas.com, virgin-gas.com, virginmarine.com, virginmaritime.com, virginmarket.com, virgin-oil.com, virginpower.com, virgin-power.com, virgin-screen.com, virgin-screen.com, virgin-screens.com, virgin-screens.com, virgin-screens.com, virgin-screens.com, virgin-territory.com, virgin-wool.com, virgin-wool.com	98 Civ. 3669 (SAS)	VEL v. Vanilla Limited
Detendant detered commit traine registration, action voluntarily dismissed on 7/17/98.	virgin-cola.com	98 Civ. 2206 (JES)	VEL v. Vanessa Westcastle
Default Judgment Issued Stzorgo.	virgincafe.com, virginarabia.com, virgin2000.com	98 Civ. 872 (SS)	VEL v. Yousri
Final Fellialient iljunction issued interest	VIRGIN HOLIDAYS	97-176-CV-ORL-18	VEL v. Virgin Holidays, Ltd.
City of the second law of the second 19/9/97	Marks at Issue	Docket No.	<u>Parties</u>
Status			

Virgin Enterprises Ltd. v. Kay 10 13 .03. Guitar Co. Opposition No. 91154392 Physoser's Testimony Deposition Exhibit No. G. 37.

### VEL U.S. Litigations

VEL v. Virgin Toys Ltd., virgintoys.com, Vincent Jones, virginvideos.com, Mars, virginfm.com, Nonnie Porter and virginrail.com	VEL v. Morse Systems, virgin-bank.net, virgin-electricity.net virginelectricity.net, virgingas.net, virgin-gas.net, virginlottery.net, virgin-gas.net, virginlottery.net, virgingermany.com, virginindia.com, virginindonesia.com, virginitaly.com, virginjapan.com, virginindonesia.com, virginitaly.com, virginjapan.com, virginkorea.com, virginrussia.com, virginhailand.com, J.P. Styers, virginationaliottery.net, Virgin Gifts, virginjelits.com, Peter Kizenko, virgin-lottery.com, virgin-lottery.net, virgin-lottery.org, virginlotto.com, virgin-lotto.net, virgin-lotto.org, virgin-lotto.com, virginpoints.com, ttalian Business Network Ltd., and virgindrinks.com	VEL v. Virgin Enterprises, JRM Enterprises, Sullivan Brownstone Ltd, Rich Hard Branston's Girls, Virginworld, and Parmi Phull	VEL v. John P. Murphy, domain names for sale!, VNR Design Services, EPOS Creative Services Co. and Willard Technologies, Inc.	VEL v. Temme, Virgin Balloons, VirginBrideSociety, Kevin Pelletier, and 123 Let's Go To Sea, LLC	<u>Parties</u>
00 Civ. 3362 (JSR)(AJP)	00 Civ. 2617 (VM)(RLE)	99 Ĉiv. 11146 (RCC)(RLE)	99 Civ. 11145 (JSM)(AJP)	99 Civ. 11147 (JSR)(JCF)	Docket No.
virgintoys.com, virginvideos.com, virginrm.com, and virginrall.com	virgin-bank.net, virgin-electricity.net, virginingas.net, virgin-gas.net, virginingas.net, virginingas.net, virginingas.net, virginingery.net, virginingerzil.com, virginifance.com, virginingermany.com, virginindia.com, virginindonesia.com, virginitally.com, virginipapan.com, virginkorea.com, virgininussia.com, virgininationallottery.net, virginingifis.com, virgin-lottery.com, virgini-lottery.net, virgini-lottery.org, virginilotto.com, virgin-lotto.net, virginilotto.org, virginilotto.com, virginilotto.net, virginilotto.org, virginilotto.com, virginilotto.org, virginilotto.com, virginilotto.com, and virginilotto.com, virginilotto.com, and virginilotto.com		virginbrands.com, virginbrands.net, virgingalacticairways.com, virgingalacticairways.net, virginrec.com, virgintea.com, virgincashcard.com, virgincashcard.net, and virgincashcard.org	virginatlantic.org, virgin-atlantic.net, virgin-atlantic.org, virginballoons.com, virginbrides.org, virginbooksonline.com, virginbookstore.com, and virgincruiseline.com.	Marks at Issue
Vincent Jones 7/27/00, against Nonnie Porter on 8/04/00, and against Mars on 10/17/00.	Styers, Virgin Gifts, Peter Kizenko, and Italian Business Styers, Virgin Gifts, Peter Kizenko, and Italian Business Network Ltd. 7/18/00. Default Judgment issued against Simyoungup on 8/14/00.	Settlement reached and action voluntarily dismissed as to Virgin Enterprises on 3/2/00, JRM Enterprises on 1/12/00, Parmi Phull on 5/15/00, Virginworld on 6/02/00; and Sullivan Brownstone Ltd. on 6/05/00; Default Judgment issued against Rich Hard Branston's Girls on 6/08/00.  Default Indement issued against Morse Systems, J.P.	Settlement reached and action voluntarily dismissed as to EPOS Creative Services Co. on 11/22/99, John P. Murphy on 12/20/99, Willard Technologies, Inc. on 1/18/00, and domain names for salel on 11/22/99; Default Judgment issued against VNR Design Services on 2/02/00.	Settlement reached and action voluntiality distributed to the Virgin Balloons on 12/09/99, Kevin Pelletier on 12/09/99 and Alf Temme 1on 2/20/99; Default Judgments issued against VirginBrideSociety on 3/10/00, and 123 Let's Go To Sea LLC on 2/07/00.	Status  Status

### VEL <u>U.S. Litigations</u>

Semential adjustment seconds and	virgincolasucks.com	99 Civ. 3036 (LBS)	VEL v. Paul Wallace d/b/a/ Sucky Site Security
Softlement agreement reached: Dismissed 8/10/99	VIRGIN BODY CARE	C99-MJM	Virgin Body Care, Inc. v. VEL
Settlement agreement entered: Dismissed 10/27/99	VIRGIN EARTH	99-9854 (CSH) (MDF)	VEL v. American Longevity
dismissed 09/17/99  Einal Indoment and Permanent Injunction issued 3/23/01	Flyvirgin.com	99 Civ. 4844 (SHS)	VEL v. Herley, d/b/a/ A&S Consulting
Inc. 1/31/00  Software transport reached: action voluntarily	VIRGIN PETROLEUM	cv 99-12826 (MMM) (MANx)	VEL v. Virgin Petroleum Inc.
Judgilien distribusing case respect Virgin Petroleum	VIRGIN CUTS	2:99cv1147	VEL v. Virgin Cuts, Inc.
Default Judgment as to K-More, Inc. Issued 10/12/99	VIRGIN JEANS	99 Civ. 8849 (LMM)	VEL v. K-More, Inc.
	virginracing.com, virginspace.com, virgintelevision.com, and virginvacation.com	00 Civ. 4242 (SHS)(RLE)	VEL v. Acme Plaque Company, virginracing.com, Martens Areospace, virginspace.com, Rodney, virgintelevision.com, Grollins Communications, and virginvacation.com
Order of Discontinuance with prejudice as to QwikStore Catalog, Voice Media & Financialweb.com on 10/18/00 Default judgment issued against Codfa on 12/6/00	virginnews.com		virgininvestor.com, Voice Media, Inc., virginmedia.com, Cliff Rawnsley, and virginnews.com
Settlement reached and action voluntarily withdrawn as world Cliff Rawnsely, Jr. 8/15/00.	virginstore.com, virginhomepage.com, virgininvestor.com, virginmedia.com, and	00 Civ. 3452 (SAS)(DFE)	VEL v. QwikStore Catalog, virginstore.com, Codfa, virginhomepage.com, FinancialWeb.com Inc.,
Noname.com and wwwvirgin.com 6/15/00; Default Noname.com and wwwvirgin.com 6/15/00; Default Judgment issued against Darren C. Gilley on 9/29/00; Settlement reached with MC Web Designs on 9/29/00.	virgin-tv.com, wwwvirgin.com, and virgin-mobilephones. com	00 Civ. 3487 (VM)(RLE)	VEL v. MC Web Designs, virgin-tv.com, Noname.com, www.virgin.com, Darren C. Gilley, and virgin-mobilephones.com
Status	Marks at Issue	Docket No.	Parties

### VEL U.S. Litigations

VEL v. Patrick Ory, virgin-airlines.com; Eurobox Ltd., virginair.com; Travel Reservations Network, virginairline.com; Giraffe Digital Solutions, Inc., virginfreight.com; Chris Fry, and virgincargo.com	VEL v. Virgin Travels, Virgin Express, Virgin Express International (Pvt.) Ltd., virgingroups.com, and virginex.com	VEL v. Tahir Nawab, Nathan Elrich, Simon Blitz, Daniel Gazzal, Gerald Wren, Bob Wroblewski, Corporate Solutions, LLC, Cel-Net Communications, Inc., The Cellular Network Communications Group, Inc., dl/bla CNCG, SDTelecommunications, Inc., Virgin Wireless, Inc., IWayCity, and VirginWireless, com	VEL v. VCommerce Corp. and George Drewry	VEL v. Virgin Sleep Systems	VEL v. Blue Q	VEL v. Ozesurfer virginwine.com, Us, virginwineries.net, virginwine.com, Us, virginwine.ex, virginwine.org, Christopher Properties Ltd., virginwines.org, virginwines.net, Starssurfing.com Pte Ltd, virginwinery.com, virginaudio.com, virgininvestment.com, virgincorporate.com, virgincosmetic.com, virgingshopping.com, virginmembership.com, virginorder.com, virginsalon.com, virgintrading.com, and virginyacht.com,	<u>Parties</u>
03 CV 0877	02 CV 10249	02 CV 0311 02 CV 3978	02 CV 7817	01 CV 3049	00 Civ. 9728	00 Civ. 8245 (SAS) (MHD)	Docket No.
virgin-airlines.com; virginair.com, virgin-airline.com, virginfreight.com, and virgincargo.com	virgingroups.com and virginex.com	VIRGIN WIRELEGO	virgincomputers.com	VIRGIN SLEEP SYSTEMS	VIRGIN SLUT	virginwine.com, virginwineries.net, virginwineries.org, virginwine.com, virginwine.org, virginwines.org, virginwines.net, virginwine.org, virginwines.org, virginwines.net, virginwinery.com, virginaudio.com, virgininwestment.com, virgincorporate.com, virgincosmetic.com, virgingshopping.com, virginmembership.com, virginorder.com, virginsalon.com, virgintrading.com, and virginyacht.com, virginsalon.com, virgintrading.com, and virginyacht.com,	Marks at Issue
Stipulation and Order entered against Giraire Digital Solutions, Inc on 5/28/03; Default Judgment issued against Chris Fry on 5/29/03; Default Judgment issued against Travel Reservations Network on 6/24/03; Default Judgment issued against Eurobox Itd. on 9/16/03	Default Judgments issued 3/ //03 against Virgin Traveis and 3/28/03 against Virgin Express and Virgin Express International (Pvt.) Ltd.;		Final Judgment and Permanent Injuriction issued 19/26/03	Settlement agreement entered; action voluntarily dismissed on 11/7/02	Settlement agreement entered; action voluntarily dismissed on 5/3/02	Dismissed against Us 1/27/00; stipulation and order entered as to Christopher Properties Ltd. 12/7/00; default judgment issued against Ozesurfer 1/16/01; default judgment issued against Starsurfing.com Pte.2/7/01; default judgment issued against MJ Plummer 4/25/01	Status

# VEL U.S. Litigations

VEL v. Michele Dinoia, virgintrains.com, 03 CV 7633 virgintrains.com, virgintrains.com, virgintrains.com, virgintrains.com

Number	Applicant	Mark	Status
Opp. No. 96,425	The Virgin Beer Company	VIRGIN BEER	Application abandoned
Opp. No. 98,545	Virgin Films	VIRGIN FILMS	Default Judgment
Opp. No. 99,108	Savon Vierge Italia sas	VIRGIN SOAP & Design	Judgment v. Applicant
Opp. No. 101,819	H&S Enterprises	VIRGIN	Default Judgment
Opp. No. 101,388	Heaven Hill Distilleries, Inc.	VIRGIN VODKA	Application assigned to Opposer
Opp. No. 103,287	Maple Leaf Corporation	VIRGIN RAINFOREST	Judgment v. Applicant
Opp. No. 105,266	ANS Enterprises	ARI'S VIRGIN CHERRY ALE	Judgment v. Applicant
Op. No. 106,762	LPL Promoters L.L.C.	BORN AGAIN VIRGIN	Default Judgment
Opp. No. 108,868	Caribbean Pacific Natural Products, Inc.	VIRGIN SOL	Application assigned to Opposer
Opp. No. 108,967	David Defeis	VIRGIN STEELE	Judgment v. Applicant
Opp. No. 111,633	Urban Ingenuity International Records Corporation, d/b/a Virgin Tight Productions Entertainment	VIRGIN TIGHT	Judgment v. Applicant
Can. No. 29,855	Catherine R. Burke and Kenneth A. Lienhardt, d/b/a Black Virgin	BLACK VIRGIN	Default Judgment
Opp. No. 116,254	C.K. Hair International Limited	NATURAL VIRGIN	Default Judgment
Opp. No. 117,044	Interactive Gallery, Inc.	VIRGIN SLUTS	Application abandoned
Opp. No. 118,899	Hein T. Verver and Dan L. Lodsdon	VIRGIN FLOWERS	Application assigned to Opposer

Virgin Enterprises Ltd. v. Kay

Organization No. 91154392

Opposer's Testimony Deposition

Exhibit No. 10 66

Number	Applicant	Mark	Status
Opp. No. 117,900	Hein T. Verver and Dan L. Logsdon	VIRGIN ROSES	Application assigned to Opposer
Opp. No. 118,079	Blue Q	VIRGIN SLUT	Judgment v. Applicant
Opp. No. 118,362	Beauty For All Seasons, Inc.	NORMA VIRGIN (Signature)	Default Judgment
Opp. No. 119,393	Holt's Company	VIRGIN SUN GROWN	Default Judgment
Opp. No. 119,434	Magnet-X Corporation	VIRGIN SLEEP SYSTEMS	Application abandoned
Opp. No. 119,511	Holt's Company	ASHTON CABINET VSG VIRGIN SUN GROWN	Default Judgment
Opp. No. 124,241	Virgin Cuts, Inc.	VIRGIN CUTS	Default Judgment
Opp. No. 125,265	SD Telecommunications, Inc.	VIRGIN COMMUNICATIONS	Judgment v. Applicant (Consolidated with 125,275; 125,394; and 125,395)
Opp. No. 125,275	SD Telecommunications, Inc.	VIRGIN WIRELESS	Judgment v. Applicant (Consolidated with 125,265; 125,394; and 125,395)
Opp. No. 125,299	Weston D. Farris	VIRGIN BAKERS	Default Judgment
Opp. No. 125,394	SD Telecommunications, Inc.	VIRGIN MOBILE	Judgment v. Applicant (Consolidated with 125,265; 125,275; and 125,395)
Opp. No. 125,395	SD Telecommunications, Inc.	VIRGIN NET	Judgment v. Applicant (Consolidated with 125,265; 125,275; and 125,394)
Opp. No. 125,729	Enrique Rodriquez	VIRGINVISIONS	Pending
Opp. No. 151,160	APC Export, Inc.	VIRGIN ORGANIC	Default Judgment

Number	Applicant	Mark	Status
Opp. No. 151,907	Virgin Looms, Inc.	VIRGIN LOOMS	Pending
Opp. No. 152,707	A2 Corporation Limited	VIRGIN A2	Judgment v. Applicant
Opp. No. 153,575	Albion Motors Ford Mercury, Inc.	VIRGIN SALE	Pending (Consolidated with 153,612 and 154,161)
Opp. No. 153,612	Albion Motors Ford Mercury, Inc.	VIRGIN VEHICLE	Pending (Consolidated with 153,575 and 154,161)
Opp. No. 153,751	Iberian Products (USA) Inc.	VIRGIN GOLD (Label)	Default Judgment
Opp. No. 154,145	Taly Martisius	VIRGIN MEGA WHORE	Default Judgment
Opp. No. 154,161	Albion Motors Ford Mercury, Inc.	VIRGIN PURCHASE	Pending (Consolidated with 153,612 and 153,751)
Opp. No. 154,358	Ultimate Nutrition, Inc.	VIRGIN WHEY	Judgment v. Applicant
Can. No. 2579470	Micro Computer Solutions, Inc., d/b/a Virgin Lake Software	VIRGIN LAKE SOFTWARE	Pending
Opp. No. 156,268	Berry Textile (Shanghai) Co. Ltd.	VIRGINTEX	Judgment v. Applicant
Opp. No. 156,580	Gloria Vanderlaan	AP4 GENUINE VIRGIN ALOE	Default Judgment
Opp. No. 157,585	Roth Kase U.S.A. Ltd.	VIRGIN PINE	Pending
Can. No. 92042419	Everyman, LLC	VIRGINWOOL	Pending
Can No. 92042478	Worldscapes Incorporated	U.S. VIRGIN ISLANDS AIRLINES	Pending
Opp. No. N/A	Abbie Scianamblo	EXTRAVIRGIN COSMETICS	Pending
Opp. No. N/A	Morse Industries Inc.	VIRGINRAIL	Pending

THE VIRGIN TRADING COMPANY AND LOGO

Ref: 008343-0182-999

**UNITED STATES** 

REGISTERED

VIRGIN\_ENTERPRISES LIMITED



NOV 13, 2001 Reg No: 2,507,654 MAY 14, 1999 App No: 75/706581 NOV 13, 2011 RENEWAL DUE: SEC. 8 &/OR 15: NOV 13, 2007

Classes: 32, 33

32 NON-ALCOHOLIC BEVERAGES, NAMELY, SOFT DRINKS, AND SYRUPS AND

PREPARATIONS FOR MAKING SOFT DRINKS

33 SPIRITS

### V VENTURE (STYLIZED) (NEW)

Ref: 008343-0299-999

**UNITED STATES** 

REGISTERED

REGISTERED

VIRGIN ENTERPRISES LIMITED



Reg No: 2,656,495 DEC 03, 2002 App No: 76/373015 FEB 19, 2002 RENEWAL DUE: DEC 03, 2012 DEC 03, 2008 SEC. 8 &/OR 15:

Classes: 9

9 MUSICAL SOUND RECORDINGS

**UNITED STATES** Ref: 008343-0020-999 VIRGIN

VIRGIN ENTERPRISES LIMITED

Client Ref: CH/UG85/94.493

MAY 22, 2000 Reg No: 1,597,386 MAR 18, 1988 App No: 73/717,554 MAY 22, 1990 Org No: 1,597,386 MAY 22, 2010 **RENEWAL DUE:** 

Classes: 16, 25

16 PRINTED SHEET MUSIC; FICTIONAL AND NON-FICTIONAL BOOKS, REFERENCE BOOKS, BIOGRAPHY AND AUTOBIOGRAPHY BOOKS, PERIODICALS, NAMELY, PAPERBACK BOOKS, ALL DEALING WITH MUSIC, FILMS AND ENTERTAINMENT; PAPER FOR PACKAGING, PAPER CASES; STATIONERY AND OFFICE SUPPLIES, NAMELY, SIGNS OF PAPER OR CARDBOARD, PLAYING CARDS

25 BELTS, ARTICLES OF OUTER CLOTHING, NAMELY, SHIRTS, T-SHIRTS, SWEAT SHIRTS, JACKETS, HATS, CLOTHING CAPS, CLOTHING BELTS

Ref: 008343-0023-999

VIRGIN ENTERPRISES LIMITED

Client Ref: CH/UH43/95.43

VIRGIN

Reg No: 1,469,618 DEC 22, 1987 App No: 73/585,969 MAR 03, 1986 DEC 22, 2007 RENEWAL DUE:

Classes: 9

9 PRE-RECORDED AUDIO AND/OR VIDEO TAPES, CASSETTES AND CARTRIDGES;

PRE-RECORDED AUDIO AND VIDEO DISCS, PHONOGRAPH RECORDS

Virgin Enterprises Ltd. v. Kay Guitar Co.
Opposition No. 91154392 Opposer's Testimony Deposition

Exhibit No.([])

REGISTERED

UNITED STATES

REGISTERED

# TRADEMARK REPORT

**UNITED STATES** VIRGIN Ref: 008343-0024-999

VIRGIN ENTERPRISES LIMITED

Client Ref: CH/UH43/95.43

Reg No: 1,413,664

App No: 73/511,000

NOV 29, 1984

RENEWAL DUE:

OCT 14, 2006

OCT 14, 1986

Classes: 39

39 AIR TRAVEL SERVICES

**UNITED STATES** Ref: 008343-0222-999 **VIRGIN** 

VIRGIN ENTERPRISES LIMITED

PENDING APP.

App No: 75/873148

DEC 16, 1999

Classes: 3

3 SOAPS; SHAMPOOS; PERFUMES; EAU DE-COLOGNE; TOILET WATERS; ESSENTIAL OILS FOR PERSONAL USE; SHAVING PREPARATIONS; AFTER- SHAVE LOTIONS; SHAVING FOAMS: NON-MEDICATED TOILET PREPARATIONS, NAMELY, SOAPS, SHAMPOOS, CONDITIONERS, LOTIONS, AND MOISTURIZERS; NON-MEDICATED BATH SALTS AND BATH OILS; ANTI PERSPIRANTS; DEODORANTS FOR USE ON THE PERSON; DEPILATORIES; DENTIFRICES; MOUTHWASHES; COSMETICS, NAMELY, FOUNDATION CREAMS AND LOTIONS, FACE POWDERS, BLUSHER, LIPSTICKS, LIP GLOSS, AND EYE MAKE-UP; SUN TANNING AND SUN SCREENING PREPARATIONS; NON-MEDICATED PREPARATIONS FOR THE CARE OF THE SKIN, HANDS, SCALP AND BODY, NAMELY, TONERS, EXFOLIATORS, SCRUBS, MOISTURIZERS, LOTIONS, CREAMS, SOAPS, GELS, NAIL CARE PREPARATIONS, AND SHAVING PREPARATIONS; HAIR CARE PREPARATIONS, NAMELY, SHAMPOOS, CONDITIONERS, LOTIONS, STYLING GELS, MOUSSE, OILS, SPRAYS, HAIR COLORING AND DECOLORANT PREPARATIONS; DYES FOR THE HAIR AND PERMANENT WAVING AND CURLING PREPARATIONS; NON-MEDICATED SKIN CLEANSING PREPARATIONS, NAMELY, CLEANSERS, LOTIONS, CREAMS, GELS, EXFOLIATORS, SCRUBS, SOAPS AND TONERS; CREAMS AND LOTIONS FOR THE SKIN; BABY POWDER; TALCUM POWDERS; NAIL VARNISHES AND NAIL VARNISH REMOVERS; NAIL CARE PREPARATIONS; ARTIFICIAL NAILS AND ADHESIVES THEREFOR; GLUES, ADHESIVES, ACRYLIC, SILK AND LINEN WRAPS FOR THE REPAIR OF ARTIFICIAL NAILS: ARTIFICIAL EYELASHES AND ADHESIVES THEREFOR

**UNITED STATES** Ref: 008343-0301-999 VIRGIN

VIRGIN ENTERPRISES LIMITED

PENDING APP.

App No: 76/373019

FEB 19, 2002

Classes: 36

35 BUSINESS INCENTIVE SERVICES, NAMELY, OFFERING PLANS TO EMPLOYERS INCLUDING MOTIVATIONAL SCHEMES, GIFT CERTIFICATES AND OTHER REWARDS FOR EMPLOYEES, CUSTOMERS, CLIENTS, AND DEALERS; MANAGEMENT OF INCENTIVE PROGRAMS, EVENTS AND SCHEMES FOR OTHERS

36 BANKING SERVICES; MORTGAGE SERVICES, NAMELY, OFFERING MORTGAGES TO INDIVIDUALS AND BUSINESSES: LOAN SERVICES, NAMELY, OFFERING PERSONAL AND BUSINESS LOANS TO OTHERS; CREDIT AND DEBIT CARD SERVICES; FINANCIAL PLANNING SERVICES; ADMINISTRATION OF EMPLOYEE PENSION PLANS; ANNUITY UNDERWRITING; ESTATE TRUST MANAGEMENT

VIRGIN Ref: 008343-0308-999 UNITED STATES

VIRGIN ENTERPRISES LIMITED

PENDING APP.

REGISTERED

REGISTERED

App No: 76/400176

APR 25, 2002

Classes: 41, 44

41 PROVIDING FACILITIES FOR AND ORGANIZING SPORTING AND CULTURAL ACTIVITIES AND EVENTS; OPERATION OF FITNESS CENTERS; OPERATION OF LEISURE CENTERS, NAMELY, PROVIDING LIBRARY AND INTERNET ACCESS FACILITIES; AND PROVIDING HEALTH CLUB SERVICES

44 OPERATION OF LEISURE CENTERS, NAMELY, PROVIDING COSMETIC AND BODY CARE SERVICES

VIRGIN Ref: 008343-0016-999 UNITED STATES

VIRGIN ENTERPRISES LIMITED

Client Ref: CH/IY53/IY54

Reg No: 1,851,817 AUG 30, 1994 App No: 74/162,592 MAY 01, 1991 RENEWAL DUE: AUG 30, 2004 SEC. 8 &/OR 15: AUG 30, 2000

Classes: 35, 39, 42
35 DISSEMINATION OF ADVERTISING MATERIALS FOR OTHER; PREPARING ADVERTISING, PROMOTIONS, AND PUBLIC RELATIONS MATERIALS FOR OTHERS; BUSINESS ORGANIZATION PROMOTIONAL CONSULTING FOR OTHERS; PROMOTING AND ADVERTISING THE GOODS AND SERVICS OF OTHERS BY AIRSHIPS AND AIR BALLOONS; OUTDOOR ADVERTISING SUCH AS BY BILLBOARDS; AND DISTRIBUTION OF ADVERTISING, PROMOTIONAL MATERIALS AND SAMPLE MATERIALS OF OTHERS;

39 TRANSPORTATION OF GOODS AND PASSENGERS BY ROAD AND AIR, FREIGHT TRANSPORTATION SERVICES; TRAVEL AGENCY SERVICES; AND

42 BARS; RETAIL STORE SERVICES IN THE FIELDS OF CAMERAS, RECORDS, AUDIO AND VIDEO TAPES, COMPUTERS AND ELECTRONIC APPARATUS, AND WATCHES, SHEET MUSIC, BOOKS AND PHOTOGRAPHY, HANDBAGS, PURSES, LUGGAGE AND LEATHER GOODS, CLOTHING, GAMES VIDEO GAME MACHINES AND VIDEO GAME CARTRIDGES.

VIRGIN Ref: 008343-0256-999 UNITED STATES

VIRGIN ENTERPRISES LIMITED

Reg No: 2,689,098 FEB 18, 2003 App No: 76/107265 AUG 10, 2000 RENEWAL DUE: FEB 18, 2013 SEC. 8 &/OR 15: FEB 18, 2009

Classes: 9, 38

9 MOBILE TELEPHONES; TELEPHONES; MODEMS; BATTERIES; BATTERY CHARGERS; CIGARETTE LIGHTER ADAPTERS; DASHBOARD MOUNTS; HANDS-FREE HEADSETS; CARRYING CASES; BELT CLIPS

38 TELECOMMUNICATIONS SERVICES, NAMELY, TRANSMISSION OF VOICE, DATA, IMAGES, AUDIO, VIDEO, AND INFORMATION VIA TELEPHONE OR THE INTERNET; PERSONAL COMMUNICATIONS SERVICES; PAGER SERVICES; ELECTRONIC MAIL SERVICES; TRANSMISSION OR BROADCAST OF NEWS AND INFORMATION FOR OTHERS VIA TELEPHONE, INCLUDING THE INTERNET

REGISTERED

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# TRADEMARK REPORT

**UNITED STATES** Ref: 008343-0292-999 **VIRGIN** 

VIRGIN ENTERPRISES LIMITED

Client Ref: CH/MB65

Reg No: 2,586,162

JUN 25, 2002

App No: 75/982199

OCT 03, 1997 JUN 25, 2012

RENEWAL DUE: SEC. 8 &/OR 15:

JUN 25, 2008

Classes: 18

18 ARTICLES OF LUGGAGE, NAMELY, SUITCASES; BAGS; NAMELY, BACK PACKS, RUCKSACKS, SCHOOL BAGS, SCHOOL SATCHELS, TRAVELLING BAGS, SPORTS BAGS, ALL PURPOSE SPORTS BAGS FOR CAMPERS AND CLIMBERS; TEXTILE SHOPPING BAGS;

WALLETS; UMBRELLAS AND PARASOLS

UNITED STATES Ref: 008343-0128-999 VIRGIN

VIRGIN ENTERPRISES LIMITED

Client Ref: CH/MB16

Reg No: 2,717,644

MAY 20, 2003

App No: 75/353824

SEP 09, 1997

RENEWAL DUE: SEC. 8 &/OR 15: MAY 20, 2013 MAY 20, 2009

Classes: 32

32 NON-ALCOHOLIC BEVERAGES, NAMELY, SOFT DRINKS

UNITED STATES Ref: 008343-0167-999 **VIRGIN** 

VIRGIN ENTERPRISES LIMITED

Reg No: 2,625,455

SEP 24, 2002

App No: 75/607592

DEC 17, 1998

RENEWAL DUE:

SEP 24, 2012

SEC. 8 &/OR 15:

SEP 24, 2008

Classes: 35, 38

35 PROVIDING AN ON-LINE SHOPPING MALL VIA A GLOBAL COMPUTER NETWORK;

PROVIDING BUSINESS INFORMATION VIA A GLOBAL COMPUTER NETWORK

38 COMPUTERIZED COMMUNICATION SERVICES, NAMELY, ELECTRONIC MAIL SERVICES, AND PROVIDING NETWORKS FOR THE PURPOSE OF TRANSMISSION AND RECEPTION OF ELECTRONIC MAIL, COMPUTER GENERATED MUSIC, NEWS AND OTHER DATA AND INFORMATION: AND BROADCASTING SERVICES BY RADIO AND OVER A GLOBAL COMPUTER NETWORK OF A WIDE VARIETY OF PROGRAMS, NAMELY, CURRENT EVENTS, ECONOMICS, POLITICS, SPORTS, ENTERTAINMENT, THE ARTS AND BUSINESS

### **VIRGIN (SIGNATURE IN RED)**

Ref: 008343-0335-999

UNITED STATES

VIRGIN ENTERPRISES LIMITED

Client Ref: CH/JML/IY48

App No: 75/983348

OCT 03, 1994

PENDING APP.

UNITED STATES

REGISTERED

Classes: 16, 18, 25, 28, 35, 38, 42

16 PLAYING CARDS: WRITING INSTRUMENTS, NAMELY, PENS, PENCILS, AND BALL POINT

PENS

18 LUGGAGE

25 LEISUREWEAR, NAMELY, FLEECE TOPS AND SHIRTS; ARTICLES OF OUTER CLOTHING, NAMELY T-SHIRTS, SWEAT SHIRTS, JACKETS, HATS AND CLOTHING CAPS

28 SPORTING ARTICLES, NAMELY, GOLF TEES

38 ELECTRONIC TRANSMISSION AND DISPLAY OF INFORMATION FOR BUSINESS OR DOMESTIC PURPOSES FROM A COMPUTER STORED DATA BANK

35 PREPARING ADVERTISING, PROMOTIONS, AND PUBLIC RELATIONS MATERIALS FOR OTHERS; DEMONSTRATION OF THE GOODS OF OTHERS AND THE PROMOTION THEREOF; AND DISTRIBUTION AND DISSEMINATION OF ADVERTISING, PROMOTIONAL MATERIALS AND SAMPLE MATERIALS OF OTHERS

42 RETAIL STORE SERVICES IN THE FIELDS OF RECORDS, AUDIO AND VIDEO TAPES, COMPUTERS AND ELECTRONIC APPARATUS AND WATCHES, BOOKS, LUGGAGE AND LEATHER GOODS, CLOTHING, GAMES, VIDEO GAME CARTRIDGES, AND CAFES

Ref: 008343-0046-999

# **VIRGIN (SIGNATURE IN RED)**

VIRGIN ENTERPRISES LIMITED

Client Ref: CH/JML/IY48

Reg No: 2,709,578 APR 22, 2003 App No: 74/581589 OCT 03, 1994 RENEWAL DUE: APR 22, 2013 SEC. 8 &/OR 15: APR 22, 2009

Classes: 9, 32, 33

9 SOUND RECORDS OF MUSIC IN THE FORM OF DISCS AND TAPES AND CASSETTES; PRE-RECORDED AUDIO OR VIDEO TAPES, CASSETTES AND CARTRIDGES FEATURING MUSIC; PRE-RECORDED AUDIO AND VIDEO DISCS, PHONOGRAPH RECORDS FEATURING MUSIC; DATA PROCESSORS AND DISPLAYS; GRAPHICAL INTERFACE TO AID THE DELIVERY OF INTERACTIVE PRODUCTS AND SERVICES BY CABLE OR WIRELESS TRANSMISSION; PARTS FOR THE AFORESAID GOODS; COMPUTER GAME SOFTWARE; COMPUTER SOFTWARE FOR EDUCATIONAL COMPUTER GAMES, FOR CALCULATORS, FOR GLOBAL COMPUTER NETWORK ACCESS AND FOR MUSIC PRODUCTS; COMPUTER HARDWARE

32 WATER, NAMELY, MINERAL WATERS, AERATED WATERS AND FLAVORED WATERS; NON-ALCOHOLIC BEVERAGES, NAMELY, FRUIT FLAVORED DRINKS

33 SPIRITS, NAMELY VODKA

### **VIRGIN (SIGNATURE IN RED)**

Ref: 008343-0126-999

**UNITED STATES** 

REGISTERED

VIRGIN ENTERPRISES LIMITED

Client Ref: CH/JML/IY48

Virgin

Reg No : 2,600.080 JUL 30, 2002 App No : 75/976776 OCT 03, 1994 RENEWAL DUE: JUL 30, 2012

JUL 30, 2008

Classes: 32

SEC. 8 &/OR 15:

32 NON-ALCOHOLIC BEVERAGES, NAMELY, SOFT DRINKS

# **VIRGIN (SIGNATURE)**

Ref: 008343-0019-999

UNITED STATES

REGISTERED

# VIRGIN ENTERPRISES LIMITED

Client Ref: CH/UG85/94.493

Virgin

Reg No: 1,591,952 APR 17, 2000 App No: 73/717555 MAR 18, 1988 APR 17, 1990 RENEWAL DUE: APR 17, 2010

Classes: 16, 25

16 PRINTED SHEET MUSIC; FICTIONAL AND NON-FICTIONAL BOOKS REFERENCE BOOKS, BIOGRAPHY AND AUTOBIOGRAPHY BOOKS, PERIODICALS, NAMELY, PAPERBACKBOOKS, ALL DEALING WITH MUSIC, FILMS AND ENTERTAINMENT; PAPER, PAPER FOR PACKAGING, PAPER CASES; WRITING INSTRUMENTS, NAMELY, PENS, PENCILS, BALL POINT PENS, STATIONERY AND OFFICE SUPPLIES, NAMELY WRITING PAPER; PLAYING CARDS

25 ARTICLES OF OUTERCLOTHING; NAMELY, SHIRTS, T-SHIRTS, SWEAT SHIRTS, JACKETS, HATS, CLOTHING CAPS, CLOTHING BELTS

# **VIRGIN (SIGNATURE)**

Ref: 008343-0300-999

UNITED STATES

PENDING APP.

VIRGIN ENTERPRISES LIMITED

App No: 76/373020

FEB 19, 2002

Classes: 36

35 BUSINESS INCENTIVE SERVICES, NAMELY, OFFERING PLANS TO EMPLOYERS INCLUDING MOTIVATIONAL SCHEMES, GIFT CERTIFICATES AND OTHER REWARDS FOR EMPLOYEES, CUSTOMERS, CLIENTS, AND DEALERS; MANAGEMENT OF INCENTIVE PROGRAMS, EVENTS AND SCHEMES FOR OTHERS

36 BANKING SERVICES; MORTGAGE SERVICES, NAMELY, OFFERING MORTGAGES TO INDIVIDUALS AND BUSINESSES: LOAN SERVICES, NAMELY, OFFERING PERSONAL AND BUSINESS LOANS TO OTHERS; CREDIT AND DEBIT CARD SERVICES; FINANCIAL PLANNING SERVICES; ADMINISTRATION OF EMPLOYEE PENSION PLANS; ANNUITY UNDERWRITING; ESTATE TRUST MANAGEMENT

# VIRGIN (SIGNATURE)

Ref: 008343-0307-999

**UNITED STATES** 

PENDING APP.

VIRGIN ENTERPRISES LIMITED

App No: 76/400178

APR 25, 2002

ITU PENDING:

FEB 12, 2004

Classes: 41, 44

41 PROVIDING FACILITIES FOR AND ORGANIZING SPORTING AND **CULTURAL** ACTIVITIES AND EVENTS; OPERATION OF FITNESS CENTERS; OPERATION OF LEISURE CENTERS, NAMELY, PROVIDING LIBRARY AND INTERNET ACCESS FACILITIES; AND

PROVIDING HEALTH CLUB SERVICES

44 OPERATION OF LEISURE CENTERS, NAMELY, PROVIDING COSMETIC AND BODY CARE

**SERVICES** 

# **VIRGIN (SIGNATURE)**

Ref: 008343-0022-999

**UNITED STATES** 

**REGISTERED** 

VIRGIN ENTERPRISES LIMITED

Reg No: 1,517,801

DEC 27, 1988

App No: 73/585,970 RENEWAL DUE:

MAR 03, 1986 DEC 27, 2008

SEC. 8 &/OR 15:

DEC 27, 1994

Classes: 9

9 PRE-RECORDED AUDIO AND/OR VIDEO TAPES, CASSETTES AND CARTRIDGES; PRE-RECORDED AUDIO AND VIDEO DISCS, PHONOGRAPH RECORDS; PHOTOGRAPHIC

AND CINEMATOGRAPHIC FILMS

### VIRGIN (SIGNATURE)

Ref: 008343-0255-999

**UNITED STATES** 

REGISTERED

VIRGIN ENTERPRISES LIMITED

Reg No: 2,689,097

FEB 18, 2003

App No: 76/107264

AUG 10, 2000

**RENEWAL DUE:** 

FEB 18, 2013

SEC. 8 &/OR 15:

FEB 18, 2009

Classes: 9, 38

9 MOBILE TELEPHONES; TELEPHONES; MODEMS; BATTERIES; BATTERY CHARGERS; CIGARETTE LIGHTER ADAPTERS; DASHBOARD MOUNTS; HAND-FREE HEADSETS;

CARRYING CASES; BELT CLIPS

38 TELECOMMUNICATIONS SERVICES, NAMELY, TRANSMISSION OF VOICE, DATA, IMAGES, AUDIO, VIDEO, AND INFORMATION VIA TELEPHONE OR THE INTERNET; PERSONAL COMMUNICATIONS SERVICES; PAGER SERVICES; ELECTRONIC MAIL SERVICES; TRANSMISSION OR BROADCAST OF NEWS AND INFORMATION FOR OTHERS

VIA TELEPHONE, INCLUDING THE INTERNET

# VIRGIN (SIGNATURE)

Ref: 008343-0015-999

UNITED STATES

REGISTERED

# VIRGIN ENTERPRISES LIMITED

Client Ref: CH/IY53/IY54

Reg No: 1,852,776 App No: 74/164928 SEP 06, 1994 MAY 09, 1991

RENEWAL DUE: SEC. 8 &/OR 15: SEP 06, 2004

SEP 06, 2000

Classes: 35, 39, 42

35 DISSEMINATION OF ADVERTISING MATERIALS FOR OTHERS; ADVERTISING, PROMOTIONS, AND PUBLIC RELATIONS MATERIALS FOR OTHERS: BUSINESS ORGANIZATION PROMOTIONAL CONSULTING FOR OTHERS; PROMOTING AND ADVERTISING THE GOODS AND SERVICES OF OTHERS BY AIRSHIPS AND AIR BALLOONS; OUTDOOR ADVERTISING SUCH AS BY BILLBOARDS; AND DISTRIBUTION OF ADVERTISING, PROMOTIONAL MATERIALS AND SAMPLE MATERIALS OF OTHERS;

39 TRANSPORTATION OF GOODS AND PASSENGERS BY ROAD AND AIR, FREIGHT TRANSPORTATION SERVICES; AND

42 BARS; RENTAL OF FOOD SERVICE EQUIPMENT; NAMELY, VENDING MACHINES; PORTRAIT AND AERIAL PHOTOGRAPHY; TYPESETTING AND PRINTING SERVICES; AND RETAIL STORE SERVICES IN THE FIELDS OF CAMERAS, RECORDS, AUDIO AND VIDEO TAPES, COMPUTERS AND ELECTRONIC APPARATUS; AND WATCHES; SHEET MUSIC, BOOKS AND PHOTOGRAPHY; HANDBAGS, PURSES, LUGGAGE AND LEATHER GOODS; CLOTHING; GAMES, VIDEO GAME MACHINES AND VIDEO GAME CARTRIDGES.

### **VIRGIN (SIGNATURE)**

Ref: 008343-0075-999

**UNITED STATES** 

REGISTERED

# VIRGIN ENTERPRISES LIMITED

Client Ref: AP/KC42-43

Reg No: 2,622,510

SEP 24, 2002

App No: 75/045561 RENEWAL DUE:

JAN 18, 1996 SEP 24, 2012

SEC. 8 &/OR 15:

SEP 24, 2008

Classes: 36

36 UNDERWRITING LIFE, HEALTH AND GENERAL INSURANCE; FUNDS INVESTMENT; INVESTMENT OF FUNDS FOR OTHERS; OPEN AND CLOSE-ENDED FUNDS INVESTMENT; FINANCIAL ANALYSIS AND CONSULTATION IN THE FIELD OF SECURITIES, PERSONAL **EQUITY AND TAX ADVANTAGED SAVINGS** 

# **VIRGIN ACTIVE & DESIGN**

Ref: 008343-0309-999

**UNITED STATES** 

PENDING APP.

# VIRGIN ENTERPRISES LIMITED



App No: 76/400175

APR 25, 2002

ITU PENDING:

FEB 12, 2004

Classes: 41

41 PROVIDING FACILITIES FOR AND ORGANIZING SPORTING AND CULTURAL ACTIVITIES AND EVENTS; OPERATION OF FITNESS CENTERS; OPERATION OF LEISURE CENTERS, NAMELY, PROVIDING LIBRARY AND INTERNET ACCESS FACILITIES; AND PROVIDING HEALTH CLUB SERVICES

VIRGIN AND DESIGN

Ref: 008343-0025-999

**UNITED STATES** 

VIRGIN ENTERPRISES LIMITED



Reg No: 1,039,574 MAY 18, 1996 App No: 73/031575 SEP 09, 1974 Org No: 1,039,574 MAY 18, 1976 RENEWAL DUE: MAY 18, 2006 REGISTERED

Classes: 9

9 SOUND RECORDS IN THE FORM OF DISCS AND TAPES AND CASSETTES FOR USE

**THEREWITH** 

**VIRGIN ATLANTIC** 

Ref: 008343-0332-999

**UNITED STATES** 

PENDING APP.

VIRGIN ENTERPRISES LIMITED

222

App No: 76/495269

MAR 05, 2003

Classes: 39

39 TRANSPORTATION OF AND ARRANGING TRANSPORTATION OF GOODS AND PASSENGERS BY ROAD AND AIR; FREIGHT TRANSPORTATION SERVICES BY AIR; TRANSPORTATION OF HUMAN BEINGS BY MEANS OF LAND VEHICLES; CHAUFFEUR SERVICES; TRAVEL AGENCY SERVICES, NAMELY, MAKING RESERVATIONS AND BOOKINGS FOR TRANSPORTATION; ARRANGING AND/OR CONDUCTING TRAVEL TOURS; OPERATION OF AIRCRAFT FOR OTHERS

### VIRGIN ATLANTIC VACATIONS

Ref: 008343-0123-999

**UNITED STATES** 

REGISTERED

VIRGIN ENTERPRISES LIMITED

Client Ref: AP/JY29

Reg No: 2,482,726 AUG 28, 2001 App No: 75/419254 JAN 16, 1998 RENEWAL DUE: AUG 28, 2011 SEC. 8 &/OR 15: AUG 28, 2007

Classes: 39, 42

39 TRANSPORTATION OF AND ARRANGING TRANSPORTATION OF GOODS AND PASSENGERS BY ROAD, RAIL, AIR AND SEA; TRANSPORTATION OF HUMAN BEINGS BY MEANS OF LAND VEHICLES; AUTOMOBILE AND MOTORCYCLE RENTAL SERVICES; CHAUFFEUR SERVICES; TOURIST AGENCY SERVICES; TRAVEL AGENCY SERVICES, NAMELY, MAKING RESERVATIONS AND BOOKINGS FOR TRANSPORTATION; ARRANGING AND/OR CONDUCTING TRAVEL TOURS; AND ARRANGING VISITS TO PLACES OF INTEREST

42 MAKING HOTEL RESERVATIONS FOR OTHERS; ARRANGING, ORGANIZING AND PROVIDING FACILITIES FOR EXHIBITIONS AND CONFERENCES; AND PROVIDING BEAUTY SALONS AND HAIRDRESSING, MASSAGE, MANICURE AND PEDICURE SERVICES

### **VIRGIN CARGO WINGS**

Ref: 008343-0189-999

**UNITED STATES** 

REGISTERED

VIRGIN ENTERPRISES LIMITED

Reg No: 2,488,605 SEP 11, 2001 App No: 75/728946 JUN 15, 1999 RENEWAL DUE: SEP 11, 2011 SEC. 8 &/OR 15: SEP 11, 2007

Classes: 39

39 FREIGHT AIRLINE SERVICES; ARRANGING OF TRANSPORTATION OF GOODS BY AIR;

PACKAGING AND STORAGE OF GOODS

# VIRGIN ENTERPRISES' BOTTLE DESIGN

Ref: 008343-0217-999

UNITED STATES

REGISTERED

VIRGIN\_ENTERPRISES LIMITED

Reg No: 2,708,094

APR 15, 2003 DEC 16, 1999

App No: 75/873149 RENEWAL DUE: SEC. 8 &/OR 15:

APR 15, 2013 APR 15, 2009

Classes: 21, 32

21 PLASTIC CONTAINERS FOR BEVERAGES

32 SOFT DRINKS

# **VIRGIN EXTRAS**

Ref: 008343-0279-999

**UNITED STATES** 

PENDING APP.

VIRGIN ENTERPRISES LIMITED

App No: 76/301010

AUG 16, 2001

ITU PENDING:

APR 07, 2004

Classes: 9, 35, 38

9 MOBILE TELEPHONES, TELEPHONES AND MODEMS, AND ACCESSORIES THEREFOR, NAMELY, BATTERIES, BATTERY CHARGERS, CIGARETTE LIGHTER ADAPTERS, DASHBOARD MOUNTS, HANDS-FREE HEADSETS, CARRYING CASES AND BELT CLIPS; COMPUTER SOFTWARE DOWNLOADABLE FROM THE INTERNET FOR TRANSMISSION, RECEPTION AND STORAGE OF VOICE, DATA, IMAGES, E-MAIL AND DIGITAL INFORMATION.

35 PROVIDING DIRECTORY INFORMATION VIA TELEPHONE.

38 TELECOMMUNICATIONS SERVICES, NAMELY, TRANSMISSION OF VOICE, DATA, IMAGES, AUDIO, VIDEO, AND INFORMATION VIA TELEPHONE OR THE INTERNET; PERSONAL COMMUNICATIONS SERVICES; PAGER SERVICES; ELECTRONIC MAIL SERVICES; TRANSMISSION OR BROADCAST OF NEWS AND INFORMATION FOR OTHERS VIA TELEPHONE, INCLUDING THE INTERNET.

# **VIRGIN FLOWERS**

Ref: 008343-0289-999

UNITED STATES

PENDING APP.

VIRGIN ENTERPRISES LIMITED

DEC 23, 1998

App No: 75/604570 ITU PENDING:

APR 29, 2003

31 HORTICULTURAL PRODUCTS, NAMELY CUT, DRIED OR LIVE FLOWERS

...

Classes: 31

UNITED STATES

VIRGIN HEALTHCARE FOUNDATION AND DEVICE

Ref: 008343-0163-999

.....

REGISTERED

VIRGIN ENTERPRISES LIMITED

Reg No: 2,536,973 App No: 75/554057 FEB 05, 2002 SEP 16, 1998

RENEWAL DUE:

FEB 05, 2012

SEC. 8 &/OR 15:

FEB 05, 2008

Classes: 36

36 CHARITABLE FUNDRAISING

REGISTERED

REGISTERED

REGISTERED

# TRADEMARK REPORT

**UNITED STATES** Ref: 008343-0276-999 VIRGIN HOLIDAYS

VIRGIN ENTERPRISES LIMITED

OCT 22, 2002 Reg No: 2,639,079 AUG 30, 2001 App No: 76/307727 OCT 22, 2012 RENEWAL DUE: SEC. 8 &/OR 15:

OCT 22, 2008

Classes: 39, 43

39 TRANSPORTATION OF PASSENGERS AND GOODS BY ROAD, RAIL AND AIR; ARRANGING OF PACKAGE HOLIDAYS; ARRANGING AND ORGANIZING TOURS; ARRANGING VISITS TO PLACES OF INTEREST; TOURIST OFFICE SERVICES; TRAVEL AGENCY SERVICES, NAMELY, MAKING RESERVATIONS AND BOOKINGS FOR TRANSPORTATION; TRANSPORTATION RESERVATION SERVICES.

43 TRAVEL AGENCY SERVICES, NAMELY, MAKING RESERVATIONS AND BOOKINGS FOR TEMPORARY LODGING.

**VIRGIN MEGASTORE** 

**UNITED STATES** Ref: 008343-0014-999

VIRGIN ENTERPRISES LIMITED

Client Ref: CH/IZ25

NOV 15, 1994 Reg No: 1,863,353 MAY 19, 1992 App No: 74/277,025 RENEWAL DUE: NOV 15, 2004 SEC. 8 &/OR 15: NOV 15, 2000

Classes: 42

42 RETAIL DEPARTMENT STORE SERVICES

**UNITED STATES** Ref: 008343-0277-999 VIRGIN MOBILE

VIRGIN ENTERPRISES LIMITED

Reg No: 2,770,775 OCT 07, 2003 AUG 16, 2001 App No: 76/301009 OCT 07, 2013 RENEWAL DUE: OCT 07, 2009 SEC. 8 &/OR 15:

Classes: 9, 35, 38

9 MOBILE TELEPHONES, TELEPHONES AND MODEMS, AND ACCESSORIES THEREFOR, NAMELY, BATTERIES, BATTERY CHARGERS, CIGARETTE LIGHTER ADAPTERS, HANDS-FREE HEADSETS, CARRYING CASES AND BELT CLIPS

35 PROVIDING DIRECTORY INFORMATION VIA TELEPHONE

38 TELECOMMUNICATIONS SERVICES, NAMELY, TRANSMISSION OF VOICE, DATA, IMAGES, AUDIO, VIDEO, AND INFORMATION VIA TELEPHONE OR THE INTERNET; PERSONAL COMMUNICATIONS SERVICES; PAGER SERVICES; ELECTRONIC MAIL SERVICES; TRANSMISSION OR BROADCAST OF NEWS AND INFORMATION FOR OTHERS VIA TELEPHONE, INCLUDING THE INTERNET

# **VIRGIN MOBILE & DESIGN**

Ref: 008343-0278-999

**UNITED STATES** 

VIRGIN ENTERPRISES LIMITED



Reg No: 2,770,776 OCT 07, 2003 App No: 76/301011 AUG 16, 2001 RENEWAL DUE: OCT 07, 2013 SEC. 8 &/OR 15: OCT 07, 2009 REGISTERED

Classes: 9, 35, 38

9 MOBILE TELEPHONES, TELEPHONES AND MODEMS, AND ACCESSORIES THEREFOR, NAMELY, BATTERIES, BATTERY CHARGERS, CIGARETTE LIGHTER ADAPTERS, HANDS-FREE HEADSETS, CARRYING CASES AND BELT CLIPS

35 PROVIDING DIRECTORY INFORMATION VIA TELEPHONE

38 TELECOMMUNICATIONS SERVICES, NAMELY, TRANSMISSION OF VOICE, DATA, IMAGES, AUDIO, VIDEO, AND INFORMATION VIA TELEPHONE OR THE INTERNET; PERSONAL COMMUNICATIONS SERVICES; PAGER SERVICES; ELECTRONIC MAIL SERVICES; TRANSMISSION OR BROADCAST OF NEWS AND INFORMATION FOR OTHERS VIA TELEPHONE, INCLUDING THE INTERNET

VIRGIN PULSE

Ref: 008343-0329-999

**UNITED STATES** 

PENDING APP.

VIRGIN ENTERPRISES LIMITED

App No: 76/481886 JAN 10, 2003

Classes: 9

9 AUDIO AND VIDEO EQUIPMENT, PERIPHERALS AND ACCESSORIES THEREFOR; RADIO EQUIPMENT, PERIPHERALS AND ACCESSORIES THEREFOR; AND TELEPHONE EQUIPMENT, PERIPHERALS AND ACCESSORIES THEREFOR

VIRGIN ROSES

Ref: 008343-0290-999

**UNITED STATES** 

PENDING APP.

VIRGIN ENTERPRISES LIMITED

DEC 23, 1998

Classes: 31

App No: 75/604571

31 NATURAL ROSES

Ref: 008343-0330-999

**UNITED STATES** 

VIRGIN ENTERPRISES LIMITED

VIRGIN SHOT

PENDING APP.

App No: 76/495267

MAR 05, 2003

Classes: 32

22 BEVERAGES, NAMELY, NON-ALCOHOLIC BEVERAGES INCLUDING SPORTS DRINKS, ENERGY DRINKS AND SOFT DRINKS INCLUDING NON- CARBONATED SOFT DRINKS, FRUIT-FLAVORED SOFT DRINKS, SOFT DRINKS FLAVORED WITH TEA, FRUIT- BASED SOFT DRINKS FLAVORED WITH TEA, CARBONATED SOFT DRINKS, LOW-CALORIE SOFT DRINKS AND SOFT DRINK COLAS; FRUIT BEVERAGES, INCLUDING FRUIT JUICES, FRUIT NECTARS AND FRUIT PUNCH AND LEMONADE; VEGETABLE BEVERAGES, INCLUDING VEGETABLE JUICES, VEGETABLE JUICE BEVERAGES AND TOMATO JUICE BEVERAGES; NON-ALCOHOLIC BEER; ALCOHOLIC BEVERAGES INCLUDING BEER, MALT BEER, DARK BEER, PALE BEER, LAGER; ALE; DRINKING WATER, INCLUDING MINERAL WATER, SELTZER WATER, SODA WATER, TABLE WATER AND SPRING WATER; PREPARATIONS FOR MAKING BEVERAGES, INCLUDING FRUIT JUICE CONCENTRATE, FRUIT POWDER, FRUIT SYRUP, SYRUP FOR LEMONADE, COLA SYRUP AND POWDERS FOR EFFERVESCING BEVERAGES

**UNITED STATES** Ref: 008343-0283-999 VIRGIN SOL

VIRGIN ENTERPRISES LIMITED

MAR 25, 2003 Rea No: 2,698,986 DEC 23, 1996 App No: 75/217551 MAR 25, 2013 RENEWAL DUE: MAR 25, 2009 SEC. 8 &/OR 15:

Classes: 3

3 COSMETICS, MOISTURIZERS, AND SUNTANNING PREPARATIONS, NAMELY, SUN BLOCKS, SUN BLOCK PREPARATIONS, SUN CREAMS, SUNSCREENS, SUNSCREEN PREPARATIONS, SUNTAN GELS, SUNTAN LOTIONS, SUNTAN OILS, NON-MEDICATED SUNBURN RELIEF LOTIONS, GELS, OILS, AND CREAMS, AFTER-SUN MOISTURIZING LOTIONS, OILS, GELS, AND CREAMS.

**VIRGIN VACATIONS** 

Ref: 008343-0086-999

**UNITED STATES** 

REGISTERED

REGISTERED

VIRGIN ENTERPRISES LIMITED

Client Ref: AP/JY29

APR 06, 1999 Reg No: 2,237,092 JUN 10, 1996 App No: 75/116946 APR 06, 2009 RENEWAL DUE: APR 06, 2005 SEC. 8 &/OR 15:

Classes: 39, 42

39 ARRANGING THE TRANSPORT OF PASSENGERS BY AIR AND ROAD, ARRANGING AND CONDUCTING TRAVEL TOURS, TRAVEL AGENCY SERVICES, NAMELY, MAKING RESERVATIONS AND BOOKINGS FOR TRANSPORTATION, AND TRANSPORTATION RESERVATION SERVICES

42 RESORT HOTEL AND HOTEL RESERVATION; TRAVEL AGENCY SERVICES, NAMELY, MAKING RESERVATIONS AND BOOKINGS FOR TEMPORARY LODGING

**VIRGIN VIE AND DESIGN** 

Ref: 008343-0125-999

**UNITED STATES** 

VIRGIN ENTERPRISES LIMITED

Client Ref: AP/LZ31

VIRGIN

SEP 08, 1997

PENDING APP.

Classes: 3

App No: 75/353068

3 SOAPS; SHAMPOOS; TOILET WATERS; ESSENTIAL OILS FOR PERSONAL USE; SHAVING PREPARATIONS; AFTER-SHAVE LOTIONS; SHAVING FOAMS; NON-MEDICATED TOILET PREPARATIONS, NAMELY, SOAPS, SHAMPOOS AND CONDITIONERS; NON-MEDICATED BATH SALTS AND BATH OILS; ANTI-PERSPIRANTS; DEODORANTS FOR USE ON THE PERSON; DEPILATORIES; DENTIFRICES; MOUTHWASHES; COSMETICS, NAMELY, FOUNDATION CREAMS AND LOTIONS, FACE POWDERS, BLUSHER, LIPSTICKS, LIP GLOSS, AND EYE MAKE-UP; SUNTANNING AND SUNSCREENING PREPARATIONS; NON-MEDICATED PREPARATIONS FOR THE CARE OF THE SKIN, HANDS, SCALP AND BODY, NAMELY, TONERS, EXFOLIATORS, SCRUBS, SOAPS, NAIL CARE PREPARATIONS, AND SHAVING PREPARATIONS; HAIR CARE PREPARATIONS, NAMELY, SHAMPOOS, CONDITIONERS, LOTIONS, STYLING GELS, MOUSSE, OILS, SPRAYS, HAIRCOLORING AND DECOLORANT PREPARATIONS; DYES FOR THE HAIR AND PERMANENT WAVING AND CURLING PREPARATIONS; NON-MEDICATED SKIN CLEANSING PREPARATIONS, NAMELY, CLEANSERS, EXFOLIATORS, SCRUBS, SOAPS AND TONERS; TALCUM POWDERS; NAIL VARNISH REMOVERS; NAIL CARE PREPARATIONS; ARTIFICIAL NAILS AND ADHESIVES THEREFOR; GLUES, ADHESIVES, ACRYLIC, AND SILK AND LINEN WRAPS FOR THE REPAIR OF ARTIFICIAL NAILS; ARTIFICIAL EYELASHES AND ADHESIVES THEREFOR.

# VIRGIN VIE AND DESIGN

Ref: 008343-0304-999

**UNITED STATES** 

REGISTERED

VIRGIN ENTERPRISES LIMITED

Client Ref: AP/LZ31

VIRGIN

Reg No: 2,643,644 App No: 75/982307 OCT 29, 2002 SEP 08, 1997

RENEWAL DUE:

OCT 29, 2012

SEC. 8 &/OR 15:

OCT 29, 2008

Classes: 3

3 PERFUMES; EAU-DE-COLOGNE; NON-MEDICATED TOILET PREPARATIONS. NAMELY. LOTIONS AND MOISTURIZERS; NON-MEDICATED PREPARATIONS FOR THE CARE OF THE SKIN, HANDS, SCALP AND BODY, NAMELY, MOISTURIZERS, LOTIONS, CREAMS AND GELS; NON-MEDICATED SKIN CLEANSING PREPARATIONS, NAMELY, LOTIONS, CREAMS

AND GELS; CREAMS AND LOTIONS FOR THE SKIN; NAILS VARNISHES

VIRGIN VODKA

Ref: 008343-0135-999

**UNITED STATES** 

REGISTERED

VIRGIN ENTERPRISES LIMITED

Reg No: 2,151,589

APR 21, 1998

App No: 74/625444 RENEWAL DUE:

JAN 25, 1995 APR 21, 2008

SEC. 8 &/OR 15:

APR 21, 2004

Classes: 33 33 VODKA

VIRGIN VOOM

Ref: 008343-0264-999

**UNITED STATES** 

PENDING APP.

VIRGIN ENTERPRISES LIMITED

App No: 76/139871

ITU PENDING:

OCT 03, 2000 MAR 12, 2004

Classes: 32

32 NON-ALCOHOLIC BEVERAGES, NAMELY, CARBONATED AND NON CARBONATED SOFT

**DRINKS** 

VIRGIN XTRAS

Ref: 008343-0280-999

UNITED STATES

VIRGIN ENTERPRISES LIMITED

PENDING APP.

App No: 76/301267

ITU PENDING:

AUG 16, 2001 APR 07, 2004

Classes: 9, 35, 38 9 MOBILE TELEPHONES, TELEPHONES AND MODEMS, AND ACCESSORIES THEREFOR, NAMELY, BATTERIES, BATTERY CHARGERS, CIGARETTE LIGHTER ADAPTERS, DASHBOARD MOUNTS, HANDS-FREE HEADSETS, CARRYING CASES AND BELT CLIPS; COMPUTER SOFTWARE DOWNLOADABLE FROM THE INTERNET FOR TRANSMISSION, RECEPTION AND STORAGE OF VOICE, DATA, IMAGES, E-MAIL AND DIGITAL

INFORMATION.

35 PROVIDING DIRECTORY INFORMATION VIA TELEPHONE.

38 TELECOMMUNICATIONS SERVICES, NAMELY, TRANSMISSION OF VOICE, DATA, IMAGES, AUDIO, VIDEO, AND INFORMATION VIA TELEPHONE OR THE INTERNET; PERSONAL COMMUNICATIONS SERVICES; PAGER SERVICES; ELECTRONIC MAIL SERVICES, TRANSMISSION OR BROADCAST OF NEWS AND INFORMATION FOR OTHERS VIA TELEPHONE, INCLUDING THE INTERNET.

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PENDING APP.

App No: 76/518575

JUN 02, 2003

Classes: 9, 35, 38, 42

9 MOBILE TELEPHONES, TELEPHONES AND MODEMS, AND ACCESSORIES THEREFOR, NAMELY BATTERIES, BATTERY CHARGERS, CIGARETTE LIGHTER ADAPTERS, HANDS-FREE HEADSETS, CARRYING CASES AND BELT CLIPS

35 PROVIDING DIRECTORY INFORMATION VIA TELEPHONE

38 TELECOMMUNICATIONS SERVICES, NAMELY, TRANSMISSION OF VOICE, DATA, IMAGES, AUDIO, VIDEO, AND INFORMATION VIA TELEPHONE OR THE INTERNET; PERSONAL COMMUNICATIONS SERVICES; PAGER SERVICES; ELECTRONIC MAIL SERVICES; TRANSMISSION OR BROADCAST OF NEWS AND INFORMATION FOR OTHER VIA TELEPHONE, INCLUDING THE INTERNET

42 PROVISION OF ACCESS TO AN ELECTRONIC NETWORK FOR INFORMATION AND CONTENT RETRIEVAL, PURCHASE OF PRODUCTS AND SERVICES, AND ELECTRONIC MAIL AND MESSAGING SERVICES.

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Ref: 008343-0265-999

UNITED STATES

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VIRGIN ENTERPRISES LIMITED

OCT 03, 2000

App No: 76/139870

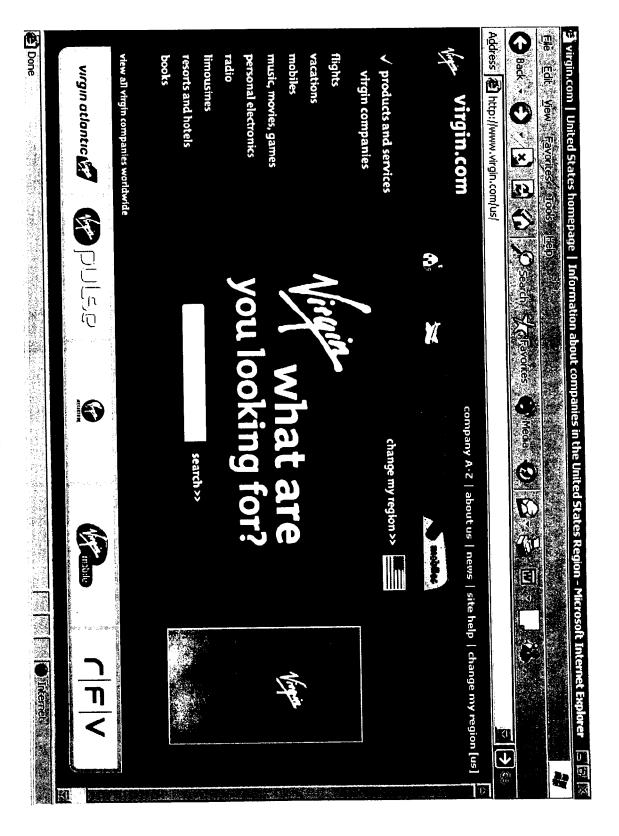
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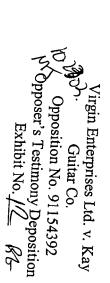
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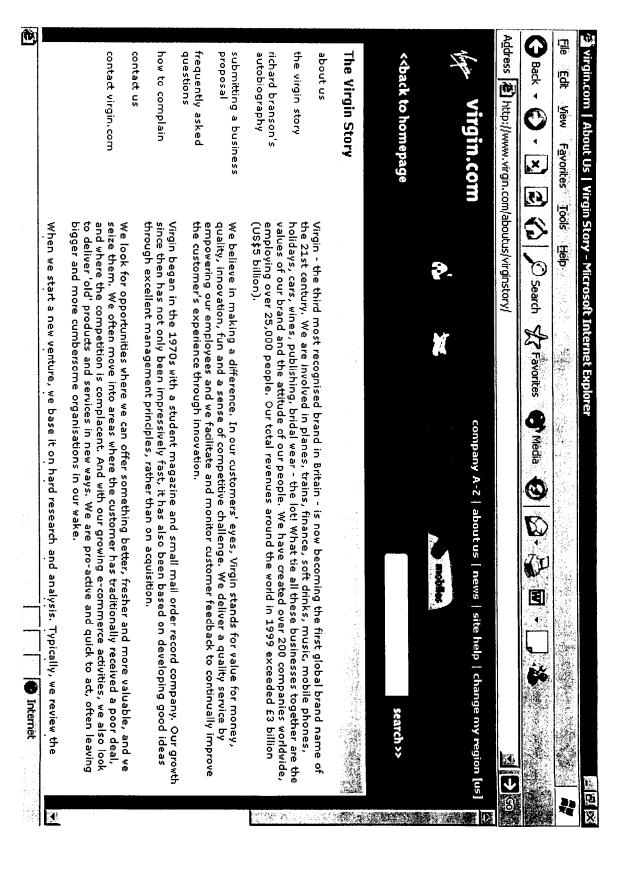
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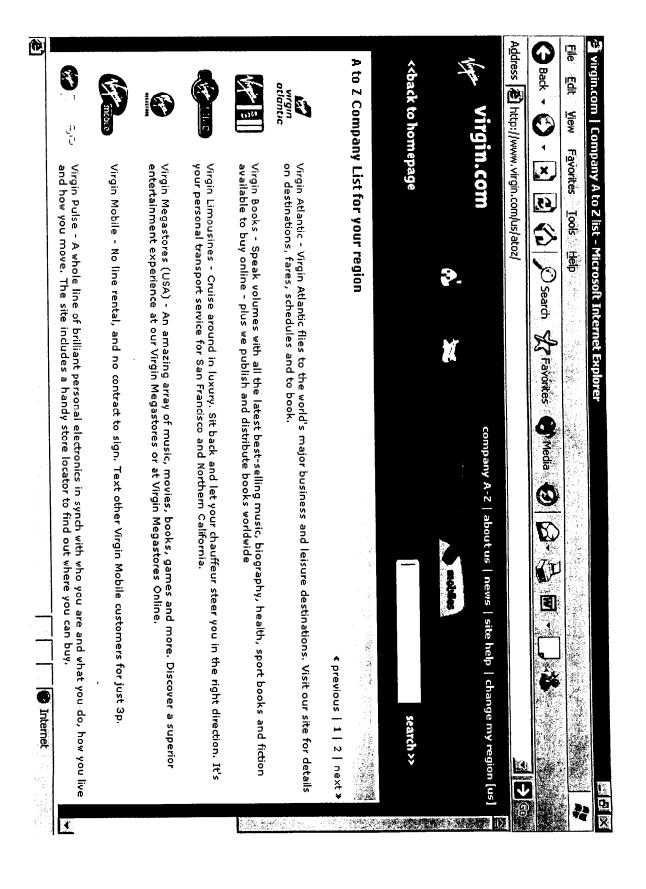


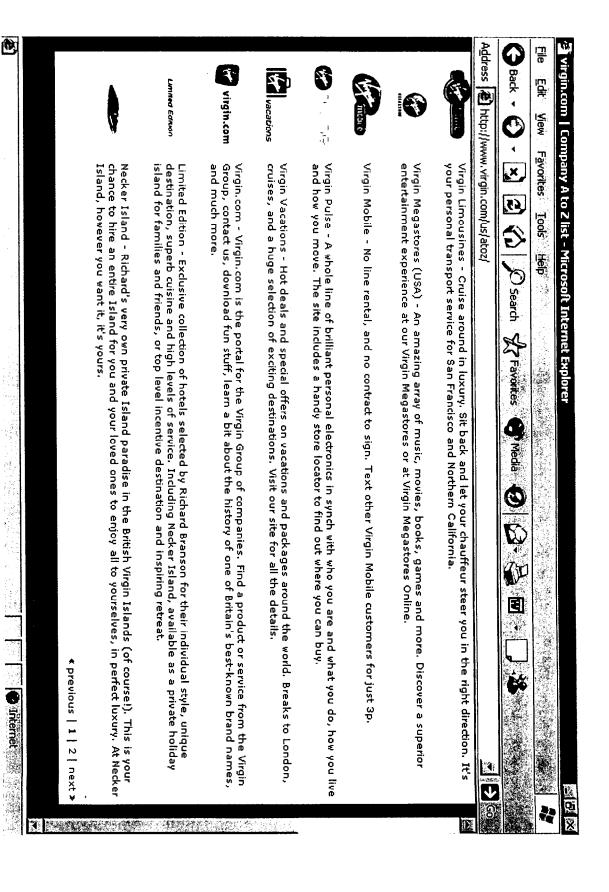


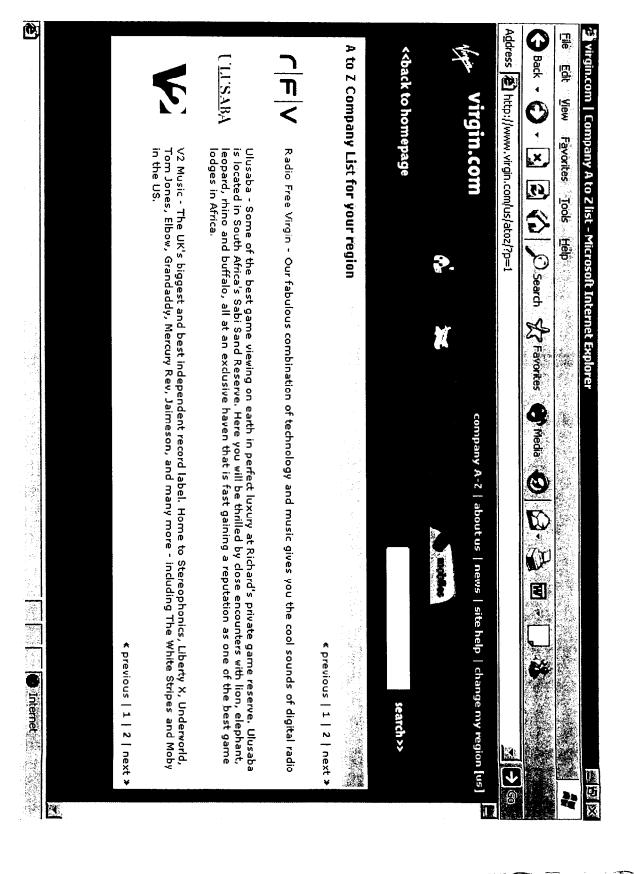
Exploring the activities of our companies through this web site demonstrates that success, and that it of our success is real and tangible. is not about having a strong business promise, it is about keeping it!

sources. In a sense we are a community, with shared ideas, values, interests and goals. The proof

affairs, yet other companies help one another, and solutions to problems come from all kinds of









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# A to Z Company List for your region

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Virgin Atlantic - Virgin Atlantic flies to the world's major business and leisure destinations. Visit our site for details on destinations, fares, schedules and to book.



Virgin Books - Speak volumes with all the latest best-selling music, biography, health, sport books and fiction available to buy online - plus we publish and distribute books worldwide



Virgin Limousines - Cruise around in luxury. Sit back and let your chauffeur steer you in the right direction. It's your personal transport service for San Francisco and Northern California.



Virgin Megastores (USA) - An amazing array of music, movies, books, games and more. Discover a superior entertainment experience at our Virgin Megastores or at Virgin Megastores Online.



Virgin Mobile - No line rental, and no contract to sign. Text other Virgin Mobile customers for just 3p.



Virgin Pulse - A whole line of brilliant personal electronics in synch with who you are and what you do, how you live and how you move. The site includes a handy store locator to find out where you can buy.



Virgin Vacations - Hot deals and special offers on vacations and packages around the world. Breaks to London, crulses, and a huge selection of exciting destinations. Visit our site for all the details.



Virgin.com - Virgin.com is the portal for the Virgin Group of companies. Find a product or service from the Virgin Group, contact us, download fun stuff, learn a bit about the history of one of Britain's best-known brand names, and much more.



Limited Edition - Exclusive collection of hotels selected by Richard Branson for their individual style, unique destination, superb cuisine and high levels of service. Including Necker Island, available as a private holiday island for families and friends, or top level incentive destination and inspiring retreat.

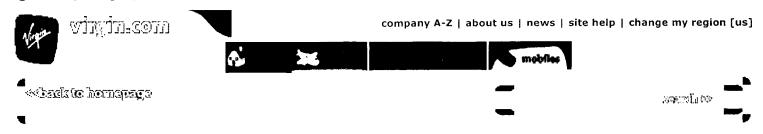


Necker Island - Richard's very own private Island paradise in the British Virgin Islands (of course!). This is your chance to hire an entire Island for you and your loved ones to enjoy all to yourselves, in perfect luxury. At Necker Island, however you want it, it's yours.

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Radio Free Virgin - Our fabulous combination of technology and music gives you the cool sounds of digital radio



Ulusaba - Some of the best game viewing on earth in perfect luxury at Richard's private game reserve. Ulusaba is located in South Africa's Sabi Sand Reserve. Here you will be thrilled by close encounters with lion, elephant, leopard, rhino and buffalo, all at an exclusive haven that is fast gaining a reputation as one of the best game lodges in Africa.



V2 Music - The UK's biggest and best independent record label. Home to Stereophonics, Liberty X, Underworld, Tom Jones, Elbow, Grandaddy, Mercury Rev, Jaimeson, and many more - including The White Stripes and Moby in the US.

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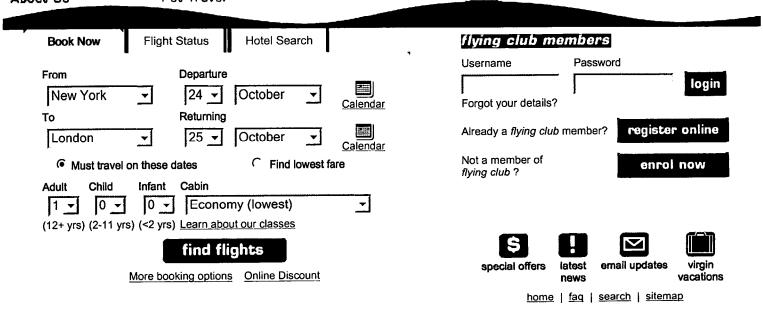
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Kids Pet Travel Inflight Entertainment Food & Drink

Food & Drink Mileage Benefits





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Our Story

**Customer Charter** 

Virgin Atlantic is delighted to have signed up to the Airline Passenger Service Commitment. Since its inception, customer service and commitment to our passengers has been the driving force behind our brand. We strive to get it right, first time, every time. Occasionally things do not go as planned. We believe that you have the right to know what level of service you can expect from us all the time - even in those rare moments when we fall short of the very high standards we have set ourselves. Our Customer Charter covers the whole journey from booking to end!

- Booking
- The Small Print
- At the Airport
- During the Flight
- The Other End
- Code share Flights
- Passengers with Special Needs

### **Booking**

We value your custom, and our first commitment is to offer you our lowest possible fare available for the time, date and class of service you wish to travel in. From time to time, we may offer different fares through this website - when you call our <u>reservations number</u> we will remind you that other fares may be available.

After you have booked and paid for your ticket we will not increase your fare, however any increase or reduction in taxes, fees, charges and surcharges will be subject to additional payment or refund.

We are committed to providing you with value for your money. We are sure that once you have experienced our renowned and award winning customer service you will come back for more! To make the booking process simpler for you, we will allow you (where applicable) to hold a telephone reservation made directly with us without payment for a minimum of 24 hours.

In the instance where either we require you to pay immediately (for example Instant Purchase fares) or you want to pay immediately, we are happy to offer a full refund, without penalty if you choose to cancel within 24 hours.

One of our aims at Virgin Atlantic is to provide you with a seamless journey from booking to end. In order to do this, we try to provide you with as much information as possible about what to expect at each stage of your journey, and how you can help us to help you. Please note that all flights we operate are non-smoking.

When you book your flight from us we will tell you

- The planned scheduled time of departure and arrival of your flight
- The airport and terminal of departure and arrival
- The number of en-route stops, if any
- Any change of aircraft, terminal or airport
- Any conditions attached to the fare you will pay
- The name of the operating carrier and the flight number

When you receive your ticket and invoice we will

- · Reconfirm flight times
- Inform you of your free baggage allowance and the liability that we will be responsible for
- Inform you of your cabin baggage allowance

If you ask us, we will try to inform you about

- The aircraft type scheduled to be operated on the route, and the seat pitch you can expect
- The services normally offered on your flight
- The services provided by our <u>Special Assistance Department</u>, and any associated costs
- Whether specific seats can be allocated or pre-booked
- The charges we make for excess baggage





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# Welcome to Virgin Atlantic

- Our Conditions of Carriage
- Our frequent flyer programme, flying club
- The assistance you will receive from us in the event that your baggage is lost, damaged or delayed
- Our own Customer Charter

Certain operational constraints sometimes require us to substitute the operating carrier for your flight and/or significantly change the scheduled flight times. In circumstances where we have not been able to inform you about these changes prior to your flight, and you find this substitution or change unacceptable, we will try to carry you on the next flight we have available on which there is space in the same class. In the unlikely event that this is still unacceptable, you will be entitled to a refund.

Please rest assured however that whenever we do substitute the operating carrier for your flight, we will do our best to ensure you experience the same level of service and attention you receive whilst on a flight operated by us.

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### The Small Print

Certain terms and conditions will apply to the fare that you choose, as will taxes, fees, charges and surcharges. We will tell you plainly what these are.

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### At the Airport

We ask that you arrive at the airport to check in a minimum of three hours prior to the scheduled time of departure. If you check in later than the stipulated time, you may risk losing your reservation. We also ask that you arrive at the specified departure gate at least 30 minutes before departure. We will do all we can to speed up the check in process, and ensure on time departure for our flights. Sometimes, for a variety of reasons, passengers are unable to turn up for their flights. We understand that this can and does happen, but our aim is to have all of our seats filled on every flight. On some occasions we find we have more passengers for a flight than there are seats available. In the event that this happens, we always strive to first seek volunteers who are prepared to travel on an alternative flight in order to minimise the number of people who are involuntarily denied boarding.

Delays are a frustrating but sometimes inevitable part of air travel. In the event that a delay situation arises, we will notify you as soon as possible, and provide you with the best available information. Looking after you in the best way we can is important to us. We will ensure that if a delay lasts for longer than 90 minutes we will provide you with light refreshment vouchers (as long as prevailing local conditions allow for such assistance to be delivered). If the delay exceeds three hours further vouchers will be provided. We will, subject to local conditions, make every reasonable effort to provide food, water, lavatories and access to medical treatment for passengers onboard an aircraft that is on the ground for an extended period of time without access to the terminal. Of course, your safety and that of our crew and other passengers remains paramount at all times.

### back to top

# During the Flight

You have a choice of three cabins when flying with us. To find out more about what you can expect in each of these cabins please click here:

- Upper Class
- Premium Economy
- Economy

### back to top

# The Other End

# Baggage

Once you land at your destination, you will want to get out of the airport as speedily as possible, whether you are travelling for business or pleasure. We will make every effort to deliver your checked baggage to the Arrivals Hall as quickly as possible. As you can imagine, we sometimes handle hundreds of bags per flight, and due to this sheer volume, checked baggage can on rare occasions go astray. We realise the inconvenience this may cause, and if you are not a resident of the country you have arrived in, will provide you with immediate assistance in order to replace those essential items to meet your short-term needs. Once your bag arrives at its final destination, we will reunite you within 24 hours of its arrival, at no cost to you.

### Refunds

If you book and pay for your ticket through our reservations number, this web site or our ticket desk, and are, or have been, unable to travel you should contact us for a refund. Once we have received the correct documentation from you, and have checked whether you are entitled to a refund, we aim to refund the appropriate amount to you within 7 business days if purchased by credit card, and within 20 business days if purchased using cash or cheque. Any taxes, fees and charges collected with the fare,

# Welcome to Virgin Atlantic

and shown on the ticket will also be refunded.

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### Code Share Flights

Virgin Atlantic offers services to a range of additional destinations through alliances with its partner airlines. All of our partners are renowned for their high levels of passenger service and customer care. Together Virgin and our airline partners, reach nearly 500 destinations around the globe.

Our current Code Share partners are:

- Singapore Airlines
- Continental Airlines
- bmi British Midland
- Malaysia Airlines
- Nationwide Airlines

If you book a flight through us on one of these Code Share routes we will tell you:

- The name of the airline actually operating the flight (when you make your reservation and again at check in).
- · Plainly and simply, who your contract is with

Although we are sure you will receive a very high level of service on our Code Share partners, the service *may* be different from the one you would experience on Virgin Atlantic. Also, the Airline Passenger Service Commitment may not apply.

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### Passengers with Special Needs

Virgin Atlantic is committed to meeting the needs of all our customers with disabilities. Over the last 10 years our dedicated team of Special Assistance Co-ordinators have helped and assisted thousands of guests travel independently with ease and comfort. Individual travel requirements can be discussed directly with our <a href="Special Assistance Department">Special Assistance Department</a>. You can also find out more about the services we offer for passengers with special needs by visiting the <a href="Special Assistance">Special Assistance</a> section.

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# Any Concerns

We want you to enjoy your experience with Virgin Atlantic. As we describe above, our aim is to help you to do this in the best way we can. Sometimes, things do not go according to plan. If you feel that we have not lived up to your expectations, or that we could improve our service in some way, please let us know. Under normal circumstances, we will provide a written response to you within 28 days. If this time frame does not allow us sufficient time to investigate the matter, we will let you know.

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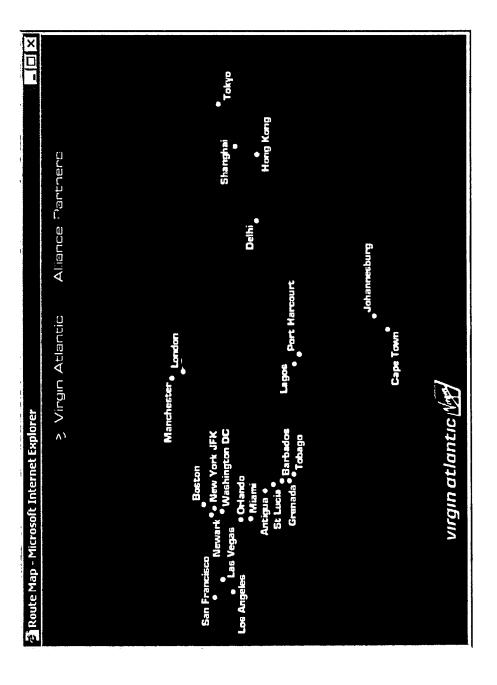
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# **About Us**



# Press office

Read the latest news from Virgin Atlantic, or if you're a journalist subscribe to receive regular updates or download our press kit and picture library.

If you'd like to work for us, our recruitment pages list all our available jobs and how to apply.

### How to find us

If you're visiting one of our offices you'll find maps and directions that you can download.

### Our story

Want to find out more about Virgin Atlantic? Find out more on our history, our aircraft and there's also a student information pack that you can download.

### **Customer Charter**

We are dedicated to providing the best customer service - find out more about our commitments to our passengers.

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Our Story

History



Back in the early 80s, when Virgin Atlantic was created, Richard Branson was a go-getting, sweater-wearing entrepreneur and head of the successful Virgin Group, probably best known for Virgin Records.

Richard was born in 1950 and at age 17, while at Stowe - the famous English public school - started a student advisory service. Three years later, he founded the Virgin mail order record company and shortly afterwards opened a shop on Oxford Street, London's main shopping thoroughfare.

In 1972 a studio was built in Oxfordshire, the very one that Mike Oldfield recorded his five millions selling album 'Tubular Bells'. This was to provide the catalyst for Virgin Records that went on to sign major names such as The Rolling Stones, Culture Club, Janet Jackson, Peter Gabriel, Simple Minds and The Human League - all contributing to the continued success story.

By the early 1980s, Virgin Records was one of the top six record companies in the world. Then, in 1984, Richard got a phone call out of the blue suggesting a jumbo jet passenger service between London and New York. Richard liked the idea, much to the horror of his fellow directors who thought him crazy.

Undeterred, Richard announced to the world that Virgin Atlantic Airways would begin operating within three months! At which point a lot of other people agreed - he was crazy!

But, an aircraft was found, staff were hired, licences granted and, thanks in no small part to Richard's infectious enthusiasm, on 22 June 1984 an aircraft packed with friends, celebrities and the media set off for Newark, New Jersey - and a phenomenon was born!

Since then, Virgin Atlantic has become the second largest long-haul international airline operating services out of London's Heathrow and Gatwick Airports to 22 destinations all over the world - from Shanghai to the Caribbean and, of course, the US.

In 1992 Richard sold Virgin Music for \$1bn to Thorn EMI and ploughed the profits back into Virgin Atlantic, improving an already great service even further. However, he still has a big role in the entertainment industry through the international Megastores, the V2 record label and interests in night-clubs, book and software publishing, film and video editing and hotels.

In December 1999, Richard signed an agreement to sell a 49% stake of Virgin Atlantic to Singapore Airlines to form a unique global partnership - the deal valuing Virgin Atlantic at a minimum of £1.225bn. At the same time the combined sales of the different Virgin holding companies was around £3bn.

It turned out that 1999 was an eventful year for Richard and was topped off by being awarded a knighthood for his services to entrepreneurship.

As you might imagine, Richard never stops (which can be exhausting for the people around him!) and sets himself just as steep challenges

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in his personal life as in his business life. Just for fun, he has been involved in round the world balloon attempts as well as rekindling the spirit of the Blue Riband when he crossed the Atlantic in his Virgin Atlantic Challenger II boat in the fastest ever recorded time. What was it they said about him being crazy?

So what next? Well there's plenty planned, not least the introduction of the six A380 aircraft we have ordered which are due to arrive in 2006!

Oh, and there's somewhere Richard hasn't ventured yet - he has apparently been heard to wonder whether it would be feasible to increase our long-haul capacity, and just how do you build a hotel in space????

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## **Press Information Kit**

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## Company background and history

Since it was founded nineteen years ago, Virgin Atlantic Airways has become Britain's second largest longhaul airline serving the world's major cities. Virgin Atlantic is the quintessential Virgin story. It has every ingredient: the small newcomer taking on the giant and complacent establishment, the people's champion introducing better service and lower costs for passengers with a reputation for quality and innovative product development.

Virgin Atlantic was developed as an offshoot of Richard Branson's Virgin Group, which was better known at the time as a leading light in the world of pop and rock music. In early 1984, the then young and unorthodox chairman of Virgin was surprised when he was contacted by an Anglo-US lawyer called Randolph Fields with a proposal for an involvement in a new airline called British Atlantic. Fields originally planned to operate a 747 service to New York's JFK airport in an all business configuration – an idea that was denied to him by British licensing authorities.

Recognising that, like the music business, aviation was a consumer led industry, and tired of the conveyor belt attitude to passengers. Branson decided it was time for Virgin to diversify. His fellow directors thought he was mad – particularly when he announced the new airline, now renamed Virgin Atlantic Airways, and would begin operating in just over three months.

Never one to take 'no' for an answer, Branson's infectious enthusiasm ensured that staff were hired, an aircraft was found, licences were obtained and the uniforms were designed. It was not easy, especially when incidents such as an engine failure on the eve of the airline's maiden flight meant that Branson started getting premature grey hairs!

On 22 June 1984 Virgin's inaugural flight to Newark took place, a flight filled with friends, celebrities and the media. The airline's aim was simple: "To provide the highest quality innovative service at excellent value for money for all classes of air travellers".

From those early days the airline has gone from strength to strength. Now based at both London's Gatwick and Heathrow airports, it operates longhaul services from Heathrow to New York (Newark and JFK), Los Angeles, San Francisco, Washington, Boston, Tokyo, Hong Kong, Johannesburg, Cape Town, Shanghai, Delhi and Lagos. Virgin also operates services from Gatwick to Miami, Orlando, Barbados, St Lucia, Antigua, Las Vegas, Grenada and Tobago. Virgin Atlantic also operates a service from Manchester to Orlando.

Hugely popular, Virgin Atlantic has top business, consumer and trade awards from around the world. The airline has pioneered a range of innovations setting new standards of service, which its competitors have subsequently tried to follow. Despite Virgin Atlantic's growth the service still remains customer driven with an emphasis on value for money, quality, fun and innovation.

On 20 December 1999 Richard Branson signed an agreement to sell a 49% stake of Virgin Atlantic to Singapore Airlines to form a unique global partnership. The cost of the transaction to Singapore Airlines was £600.25 million, which included a capital injection of £49 million and values Virgin Atlantic at a minimum of £1.225billion. The deal was finalised in early 2000. In early 2002 Virgin Atlantic finalized a deal with Airbus to become the launch customer for the A340-600. The airline took delivery of the first plane in July 2002 and its inaugural flight took place on August 1st to New York. Virgin Atlantic launched a twice-weekly service between London Gatwick and Port Harcourt, Nigeria on February 25, 2003. On May 5, 2003 Virgin Atlantic further increased its destinations to twenty-two by introducing flights between Gatwick and Tobago and Grenada. On July 16, 2003 came the launch of Virgin Atlantic's revolutionary new Upper Class 'Suite', the longest and most comfortable flat bed and seat in the airline industry.

# A brief history of Virgin Atlantic

Year	Month	Details			
1984	February March May June	Concept of a high quality, value for money airline is first developed. License granted for London (Gatwick) to New York (Newark). Lease purchase for the first aircraft, a Boeing 747, successfully negotiated. Virgin takes off from Gatwick starting a regular connection to New York (Newark).			
1985	October November	Virgin Cargo and Virgin Holidays are established. License granted for London (Gatwick) to Miami.			
1986	January April	First class sleeper seats installed in Upper Class. The Miami service from Gatwick takes off. Viocin Mailing and Distribution is established.			
	June	Virgin takes delivery of a second B747 and the Miami flights are increased to four a week.  UK license granted for the Boston route.			
1987	July September	Virgin's one-millionth transatlantic passenger takes to the air.			
1988	March May September	License granted for the Los Angeles and New York (JFK) routes. Virgin commences charter services to Orlando, Florida. Lease agreements entered into for the third and fourth 747.			
1989	May	Virgin commences its three flights a week service to Tokyo.  Introduction of video walkmans makes Virgin first airline to offer individual TVs to business class passengers.  Virgin establishes aircraft maintenance facilities for its own aircraft and to provide a service to other airlines.  Virgin doubles its capacity to New York with seven flights a week to JFK.			
	August September October	Cargo opens terminal at JFK airport.  Fourth frequency to Tokyo commences.  Negotiations concluded in respect of Virgin's fifth and sixth B747.			
1990	May	Virgin commences its service to Los Angeles. To coincide Virgin opens Upper Class lounge at Gatwick and Inflight Beauty Therapy for Upper Class passengers.  Virgin becomes first airline to introduce automatic defibrillators and trained staff to aid inflight cardiac arrest victims.			
1991	January	Civil Aviation Authority opens the door to Heathrow for Virgin's award winning operations.			
	April May	Launch of new uniform.  Service to Tokyo increases to six flights a week.  Daily service from London Gatwick to Boston starts.  Virgin obtains seventh and eighth 747s.			
	June July August October	Virgin becomes first airline to offer individual TVs to all classes of passenger on wide-bodied air class.  Virgin commences services from Heathrow to Los Angeles, New York (JFK) and Tokyo.  Virgin starts its own onboard courier service.  Cargo opens its own terminal in Miami.			
4000	November March	Cargo opens its own terminal in Los Angeles.  Sale of Virgin Music to Thorn EMI for \$880m. Richard Branson pledges to invest proceeds in Virgin Atlantic.			
1992	April	Virgin is first airline to provide child safety seats.  Launch of Virgin Mid Class, first airline to offer super economy service for full fare economy passengers.  Deity scheduled service from London to Orlando commences.			
1993	May January	Virgin Atlantic Airways wins historic libel settlement of £610,000 plus legal costs from British Airway			
	February March	The Virgin Clubhouse at Heathrow is opened by Secretary of State for Transport John MacGregor Wir.  News service transferred to Heathrow.  New service launched from Gatwick to Athens in partnership with South East European Airways (SEEA).			
	April June	Agreement signed for four new Airbus A340-300 series aircraft.  Virgin is first and only airline to offer dedicated sleeping cabin for business class passengers with			
	September October December	Virgin chauffeured motorcycle transfer between Heathrow and the city offered for Upper Class passengers.  Athens service transferred to Heathrow.  First Airbus A340-300 aircraft joins the Virgin fleet equipped with new 16 channel interactive entertainment system; aircraft named "Lady in Red" by HRH Princess of Wales.			

	<del></del>	New service launched from London City Airport to Dublin in partnership with CityJet.
	January	
	February	Daily service to Hong Kong commences.
		First Boeing 747-400 joins the Virgin fleet.
	May	San Francisco service launched
	June	Virgin Atlantic celebrates 10 <sup>th</sup> anniversary and introduces new global corporate identity.
	July	Introduction of Range Rovers to UK limousine fleet.
	October	Fourth Airbus A340 and second 747-400 join the fleet.
	November	Mid Class rebranded Premium Economy.
,		Opening of a rooftop conservatory above the Clubhouse at Heathrow.
1995	January	Announcement of marketing alliance with Malaysian Airlines.
	April	Launch of marketing alliance with Delta Airlines.
1	May	No smoking flights introduced on Virgin Atlantic's transatlantic and Hong Kong routes.
1	,	O2FLY, oxygen concentrator enabling chronic chest and lung patients to fly long distance introduced
		onboard.
		Virgin Atlantic commences service to Athens, as the partnership with SEEA comes to an end
i i	June	Launch of ten-year partnership with Malaysian Airlines.
	June	Virgin CityJet services commence between Dublin and Brussels.
		Codeshare with British Midland commences.
ı İ		Formation of the Asia Pacific – partnership with Ansett Australia Airlines and Malaysia Airlines.
i l	July	New JFK Clubhouse opens.
	November	
1996	January	Virgin LimoBikes now operate the existing chauffeured motorcycle service.
	February	Newark Clubhouse opens.
	May	Refurbished Heathrow Clubhouse. Manchester - Orlando service launched and naming ceremony of new
	·	Airbus A340-300 "Virginia Plain".
		Virgin Group acquires 90 per cent of the equity of Euro/Belgian Airlines, renamed Virgin Express and based
		in Brussels.
l I	June	Naming ceremony of a new Boeing 747-400 "Tinker Belle"
1	<b>-</b>	Daily service launched from Heathrow to Washington.
	July	CityJet franchise terminated by mutual agreement.
	October	New service launched between Heathrow and Johannesburg.
	Occoper	Drive Thru Check In service for Upper Class passengers.
		New Clubhouse opened in Johannesburg.
	December	
1997	January	Virgin Atlantic announces enhancements to its frequent flyer scheme.
<u> </u>		Express hand baggage check in available to all passengers.
	March	Virgin Atlantic launched new economy meal service
1		Continental Airlines and Virgin announce codeshare agreement replacing Virgin Atlantic's alliance with Delta
		Airlines.
1	April	Take delivery of 4th new 747-400 aircraft.
1 1	May	Take delivery of 6th new A340 aircraft.
!!!	June	Take delivery of 7th A340 aircraft
1	Gune	New daily service from Gatwick to Newark. Miami service moves from Gatwick to Heathrow.
1 1		New daily service to Johannesburg.
		The airline moves into new headquarters.
1	1	Delivery of 5th new 747-400 aircraft
1	July	New second daily service from Heathrow to Los Angeles, Take delivery of 8" new A34U aircraft.
	August	Virgin appounces it will become the world-wide launch customer for the new A340-600.
4000	lanuami	Launch of K-iD, a new range of products aimed to keep children amused during flights.
1998	January February	Continental Airlines and Virgin Atlantic launch codeshare agreement.
1 1		Opening of Washington Clubhouse and Drive-Thru check-in at Newark.
	March	Vingin tokes delivery of 9th A340-300
	A"	The acclaimed poet Murray Lachlan Young stars in Virgin Atlantic £2million TV advertising campaign.
	April	Flying without Fear courses commence.
	ļ	Steve Ridgway is appointed as the Managing Director of Virgin Atlantic.
1	1	Phase II of Johannesburg Clubhouse
	May	Delivery of the 10 <sup>th</sup> new A340 aircraft – named Diana.
	June	Drive Thru Check In service for Upper Class passengers introduced at London Gatwick.
	1	New Virgin Atlantic Clubhouse opens at Chep Lap Kok Airport, Hong Kong
1	July	Medlink satellite telemedicine services introduced on all Virgin Atlantic flights.
	1	Second daily service to Orlando commences from London Gatwick.
1	i	Launch of trial Limoboat service to take Upper Class passengers from London Heathrow to the City.
		Virgin Atlantic sponsors Notting Hill Carnival.
	August	Virgin Atlantic Clubhouse opens at Gatwick Airport.
	September	Launch of services to St Lucia and Barbados on 27 September
		New contract with Audi to supply a fleet of luxury chauffered vehicles for Upper Class passengers.
1		
1	October	6th 747-400 delivered.
1	OCTOBEL.	
1	October	Delivery of first 747-200 from Cathay Pacific.
	November	Launch of services to Antiqua on 21 October
		Launch of services to Antigua on 21 October  Catwalk launch of Virgin Atlantic uniform designed by John Rocha.
		Launch of services to Antiqua on 21 October

1999	February	Virgin Atlantic moves its New York JFK Operations to the new state-of-the-art Terminal 1 offering more
1333	1 CDI GGI y	Check in desks and space.
	March	New cabin crew uniforms introduced across the company. Tokyo Clubhouse opens.
	May	Virgin Sun launched, offering flights and holidays to 13 Mediterranean destinations from Gatwick and
	June	Manchester.
		Virgin Atlantic unveils new aircraft livery, a fresh corporate identity and £37m package of product and service improvements including a stylish new cabin and flying beds.
	i	Launch of the "daylight" service between Heathrow and JFK, the airline's fifth London – New York frequency.
Ì		Virgin Atlantic celebrates 15 years in the air.
	July	Virgin Atlantic launches new internet site. The Shanghai inaugural takes place on 12 July
		Virgin Atlantic announces the launch of the Chicago route in November.
	October	Virgin signs fleet deal with Volvo to provide the airline's famous limousine service
		Virgin make limousine service nationwide CAA declares Virgin Atlantic ready for the millennium
		Virgin announce its intention to start the first ever scheduled flights between London and Las Vegas from June 2000
		Virgin Atlantic relaunch its frequent flyer programme renamed flying club
	November	1 November - Virgin launches services to Chicago
l	•	Services to Barbados increased from three to five from 1 November 17 November – Virgin Atlantic relaunch the new Upper Class cabin
		Johannesburg Drive-Thru check-in opened
		Virgin Atlantic is granted extra frequencies to Shanghai from mid-2000
i	December	Virgin Atlantic's first flight to Cape Town takes place on 2 December Virgin Atlantic signs codeshare agreement with Air India to operate services between London and Delhi from
		the summer of 2000
		Extra frequencies to Shanghai and Cape Town awarded to Virgin Atlantic by the CAA On 20 December Richard Branson signs agreement to sell a 49% stake of Virgin Atlantic to Singapore
		Airlines for £600.25 million
2000	February	Opening of Revivals - Virgin Atlantic's first arrivals lounge at Heathrow airport on 8 February
2000	r cor dar y	Economy and Premium Economy products and cabin receives a revamp.
	,	Virgin Atlantic moves it Shanghai operations to Pudong airport New clubhouse at JFK Airport opens
	May	Virgin Atlantic's Inflight Beauty Therapy service celebrates its tenth anniversary
		Virgin Atlantic signs a deal to be the first airline to introduce the latest telemedicine equipment onboard
	June	Virgin Atlantic confirms interest in purchasing the Airbus A380 Virgin Atlantic launches the first direct scheduled service to Las Vegas on 8 <sup>th</sup> June
		Flying club celebrates its tenth anniversary
ļ	July	Virgin Atlantic launches services to Delhi on 5 July
		Virgin Atlantic launches Gatwick-San Francisco service on 5 July Virgin Atlantic launches Earth Calling' service onboard allowing passengers to be contacted via their mobile
	October	number to the in-seat phone.
		Revolutionary Upper Class sleeper seat introduced onboard Increase in Cape Town services to two per week
		Improvements in benefits offered to flying club members
	December	New baggage reclaim facility at Heathrow
2001	February	San Francisco Clubhouse opens in new International Terminal
	April	Virgin wins OAG Airline of the Year Award Virgin Atlantic confirms order for A380 aircraft
	May June	Virgin Atlantic expresses interest for Sonic Cruiser aircraft
	July	Virgin Atlantic launches new daily service to Toronto on 12 June
	August	Virgin Atlantic launches a new service from Heathrow to Lagos on 16 July New version of Onboard Health Video launched
!	September   October	Virgin Atlantic cuts capacity by 20% as a result of the terrorist attacks in the US
	0000000	Suspension of services to Chicago, Toronto and Athens
		Cockpit doors strengthened across fleet and other security measures introduced  Frequency increases following September 11
2002	February	A340-600 order confirmed
	July	Launch of the A340-600 for which Virgin Atlantic is the launch customer
	August	First commercial flight of the A340-600 to New York Announcement of launch of services to Grenada and Tobago.
		l Virgin Atlantic launches SMS text messaging onboard.
1	October	Virgin Atlantic announced plans to launch a twice-weekly Port Harcourt service in January.
2003	February	Launch of twice weekly services between Gatwick and Port Harcourt, Nigeria
	May	Virgin Atlantic operates first aid flight to Basra to help with relief aid. Virgin Atlantic launches weekly service between Gatwick and Tobago and Grenada.
		Virgin Atlantic introduces Passports for Pets Scheme.
	June	Virgin Atlantic submits responses to Government White Paper on future runway development.
	luke.	Richard launches a campaign to keep Concorde flying. Virgin Atlantic launches Upper Class Suite – the longest bed flying today.
L	July	The grant control of the control of

## The Virgin Atlantic fleet of aircraft

Virgin Atlantic operates one of the world's youngest fleets of aircraft. Currently the fleet is comprised of twenty-seven aircraft, of which twelve are 747-400's, ten A340-300's, and five A340-600's. The current average age of the fleet is 5 years and five months.

Aircraft	Туре	Name	Into Service	Manufactured	Configuration (Upper/Premium Economy/Economy Class)
G-VBUS G-VAEL G-VSKY G-VFLY G-VFAB G-VHOT G-VSUN G-VBIG G-VTOP G-VAIR G-VSEA G-VHOL G-VAST G-VELD G-VFAR G-VXLG G-VFAR G-VXLG G-VROS G-VGAL G-VROY G-VWOW G-VSHY G-VMEG G-VFOX G-VFOX G-VFOX	A340-300 A340-300 A340-300 B747-400 B747-400 B747-400 B747-400 A340-300 A340-300 A340-300 B747-400	Lady in Red Maiden Toulouse China Girl Dragon Lady Lady Penelope Tubular Belle Rainbow Lady Tinker Belle Virginia Plain Maiden Tokyo Plane Sailing Jetstreamer Ladybird African Gueen Diana Ruby Tuesday English Rose Jersey Girl Hot Lips Barberella Pretty Woman Cosmic Girl Claudia Nine Mystic Maiden Cover Girl Silver Lady Indian Princess	1993 1994 1994 1994 1994 1996 1996 1997 1997 1997 1997 1997 1998 1998 1998	1993 1993 1994 1994 1994 1996 1996 1996 1997 1992 1997 1997 1998 1998 2001 2001 2001 2001 2001 2001 2002 2002 2002 2002	40/28/187 40/28/187 40/28/187 40/28/187 48/32/306 48/32/306 40/28/187 48/32/306 40/28/187 40/28/187 40/28/187 40/28/187 40/28/187 40/28/187 40/28/187 40/28/187 28/38/373 38/38/373 38/38/38/373 38/38/38/38/373 38/38/38/38/38/38/38/38/38/38/38/38/38/3
G-400M	F.0-10 000				

#### A340-300 basic facts

The Airbus A340 is the longest range aircraft in the world; the largest built by Airbus and its first with four engines. Virgin Atlantic added the A340 to its fleet in 1993 - the first UK carrier to do so. There are two versions of the A340: the 200 and 300 series. Virgin Atlantic has ten 300 series which have a longer fuselage and carry 255 passengers over a range of 9,325 miles. The fuselage is based on the technology of the A300 and A310 aircraft; wide enough for both passenger comfort but slim enough for optimum fuel efficiency. The A340 also has the most slender wings of any aircraft and has large fuel saving winglets. British Aerospace, which has a 20 per cent share in the Airbus Industrie consortium, is responsible for the innovative aerodynamic design of the wings, plus the manufacture of the main structural part of the wing, the wingbox, for all the consortium's aircraft. It is powered by four CFM International CFM56-5C2 engines delivering 31,200lb of thrust.

#### A340-600 Basic Facts

The -600 series retains the same fuselage cross section as the -300 but is some 11.6 m longer, at 75.3 m making it the longest civil aircraft produced. It also has a modified wing with an increased span of 63.4 m. The A340-600 is designed to fly up to 7250 nm with a full payload of passengers and is configured with 311 seats in the Virgin Atlantic 3 class layout. The aircraft is capable of carrying 20,000 kg of cargo in addition to its full passenger compliment. The aircraft is powered by four RR Trent 500 engines each delivering 56,000lb of thrust.

#### Boeing 747-400 basic facts

These aircraft are powered by GE CF6-80C engines. Carrying more than 57,000 gallons of fuel, the 400 series has a typical range of 8,380 miles. It consumes up to 13 percent less fuel (than previous versions) and engine noise levels are half that of original 747s in the 1970s. The typical maximum range is 7000 nm.

## Virgin Atlantic Route Network

#### USA

New York (Newark)/Heathrow\* VS001/VS002 VS017/VS018

New York (JFK)/Heathrow\* VS003/VS004 VS009/VS010/VS045/VS046

Miami/Gatwick VS005/VS006

Los Angeles/Heathrow\* VS007/VS008 VS023/VS024

Boston/Heathrow VSO11/VSO12

Orlando/Gatwick\* VSO15/VSO16 VSO27/VSO28

San Francisco/Heathrow VS019/VS020
Washington DC/Heathrow VS021/VS022
Las Vegas/Gatwick VS043/VS044
Orlando/Manchester VS075/VS076

#### Africa

Johannesburg / Heathrow VS601/VS602
Cape Town / Heathrow VS603/VS604
Lagos/Heathrow VS651/VS652
Port Harcourt/Gatwick VS623/VS624

#### Asia

Tokyo/Heathrow VS900/VS901
Hong Kong/Heathrow VS200/VS201
Shanghai/Heathrow VS250/VS251
Delhi/Heathrow VS300/VS301

#### Caribbean

Barbados/Gatwick VSO29/VSO30
Barbados/St Lucia/Gatwick VSO37/VSO38
St Lucia/Gatwick VSO31/VSO32
Antigua/Gatwick VSO33/VSO34
Tobago and Grenada/Gatwick VSO51/VSO52

<sup>\*</sup> Two services per day

## Performance Statistics

**Group Turnover** 

Year ended	(£m)
31 July 1989	106.8
31 July 1990	208.8
31 October 1991 (15 months ended)	382.9
31 October 1992	356.9
31 October 1993	400.9
31 October 1994	503.4
31 August 1995 (10 months ended)	507.0
30 April 1996 (8 month period)	440.0
30 April 1997	785.1
30 April 1998	942.3
30 April 1999	1066.6
30 April 2000	1267.6
33 April 2001	1517.5
30 April 2002	1499.8
30 April 2003	1401.2

Passenger Numbers

Year Year	Total passengers carried	Total cumulative
1984	124,711	124,711
1985	245,404	370,115
1986	289,060	659,175
1987	464,196	1,123,371
1988	626,319	1,749,690
1989	619,506	2,369,196
1990	837,136	3,206,332
1991	1,044,760	4,251,092
1992	1,239,011	5,490,103
1993	1,398,834	6,888,937
1994	1,679,403	8,568,340
1995	2,029,624	10,597,964
1996	2,293,802	12,891,766
1997	2,806,538	15,698,304
1998	3,201,795	18,900,099
1999	3,622,402	22,522,501
2000	4,280,513	26,803,014
2001	4,105,115	30,908,129
2002	4,089,085	34,997,214

# VS Passengers & Marketing Share From London

London To/F	rom	1985	1990	1995	2000	2001	5005	2002% Share
	1							
New York	(EWR/JFK)	213,348	354,445	532,170	1,039,866	889,099	762,667	25%
Florida	(MIA/MCO)	Ō	287,543	491,223	984,957	872,962	898,337	50%
East Coast	(BOS/IAD)	0	0	215,546	456,761	410,873	400,585	21%
West Coast	(LAX/SFO)	0	122,933	427,787	735,038	715,346	675,388	31%
Caribbean	(BGI/ANU/ UVF)	0	0	0	229,614	250,199	294,381	47%
Nigeria	(LOS)	0	0	0	0	60,951	134,599	32%
South Africa	(JNB/CPT)	0	0	0	191,814	229,805	221,938	16%
India	(DEL)	0	0	0	23,942	53,849	47,447	14%
China	(HKG/SHA)	0	0	135,018	204,063	218,437	242,326	25%
Japan	(NRT)	0	72,215	127,505	148,547	132,387	140,403	15%

# Virgin Atlantic Cargo

## Performance Statistics

## Tonnage:

Year	Tonnage Carried
1997	88452
1998	112751
1999	113649
2000	134453
2001	142639
2002	124408

## Route Revenue Contribution - Cumulative:

Route	% Contribution
New York	13%
Florida	8%
West Coast	17%
East Coast	7%
Caribbean	1%
Far East	40%
Africa	14%

#### Financial Results:

Data	2002/3
Total Sales Generation	£100m
% Share of Airline Turnover	7%

## Airline Partnership

Virgin Atlantic announced its unique global partnership with Singapore Airlines in December 1999. Under the terms of the deal Singapore Airlines acquired a minority stake of 49% of Virgin Atlantic. The partnership is a perfect match - both airlines have an unparalleled reputation for quality and innovation and have won countless awards from the travel industry.

The cost of the transaction to Singapore Airlines was £600.25 million, which included a capital injection of £49 million. Virgin reinvested a further £51 million into Virgin Atlantic. This transaction for a minority equity investment valued Virgin Atlantic at a minimum of £1.225 billion.

Singapore Airlines operates a fleet of 92 aircraft to 93 destinations world-wide and for the year ended 31 March 1999 had total sales of US\$5.2 billion. Virgin Atlantic, the UK's second largest scheduled airline, operates a fleet of 34 aircraft to 19 destinations in Africa, Asia and the United States with total sales in the year ended 30 April 1999 in excess of £1 billion.

The two carriers' route networks do not overlap and are uniquely complementary. Under the terms of the memorandum of understanding, the two carriers have retained their distinctive identities and have continued to develop their own products. The two companies have retained their independent management teams but Singapore Airlines has some representation on the board of Virgin Atlantic.

#### **Airline Alliances**

To enable us to offer flights to even more destinations around the world, we have entered into alliances with a number of partner airlines – each hand picked for their high levels of service and customer care.

On alliance services connecting with Virgin Atlantic flights we are able to through check passengers and their baggage to their final destination, where local customs regulations permit.

We have synchronised our schedules with those of our partners to enable us to offer passengers the shortest possible connections between our services. Passengers are also able to earn and redeem flying club miles on our alliance services.

#### Singapore Airlines

Virgin Atlantic and Singapore Airlines announced a global partnership in December 1999, when Singapore Airlines took a minority (49%) stake in Virgin Atlantic.

We launched an economy class codeshare, which allows us to sell three daily services between London and Singapore with VS flight numbers. This development in our relationship follows the launch of our reciprocal frequent flyer programme, a joint lounge agreement, and the round-the-world Great Escapade fare.

#### Continental Airlines

Virgin Atlantic's codeshare agreement with Continental Airlines allows us to jointly offer high quality, high frequency services to New York - we take allocations of seats on two Continental operated services, allowing us to make six daily services available.

#### Malaysia Airlines

We have teamed up with Malaysia Airlines to offer two daily services from Heathrow to Kuala Lumpur, with daily onward connections to Sydney. Flights are operated by Malaysia Airlines Boeing 747-400 aircraft, and seats are available in First, Golden Club and Economy classes.

#### bmi British Midland

The codeshare arrangement with bmi British Midland allows European passengers greater access and simple connections onto our worldwide network of services operated from Heathrow. The codeshare allows us to offer connections from Amsterdam, Brussels, Dublin, Milan and Madrid to most of our Heathrow destinations.

#### Nationwide

Virgin is working in co-operation with Nationwide in South Africa. Nationwide offer a high frequency of services from Johannesburg to Cape Town, Durban, George (the gateway to the Garden route) and Livingstone, Victoria Falls. We have worked to co-ordinate our schedules in order to offer our passengers the best possible connections in Johannesburg.

#### Air India

Virgin Atlantic launched services between London Heathrow and Delhi in July 2000, in co-operation with Air India. These services, all of which are operated by Virgin Atlantic, increase the choice available to the travelling public on services between the UK and India.

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## The Virgin Atlantic product

On its long haul routes Virgin Atlantic operates a two class system: Upper Class (the airline's business class) and Economy Class which is segmented into Premium Economy Class (a full fare separate economy cabin) and Economy (all other coach/economy fares). Virgin Atlantic recently launched the Upper Class Suite – a new product which promises to take on other carriers' first and business class products.

## Upper Class Suite

- · Virgin Atlantic is introducing a revolutionary new first class product the Upper Class Suite
- The Upper Class suite is different to anything else flying today. The product has been designed to be separately both the most comfortable bed and the most comfortable seat in the air.
- Instead of extending from a seat into a bed Virgin Atlantic's seat provides the passenger with a luxury leather armchair to relax on which then flips over into a separate bed with a mattress to sleep on
- By charging the same as other airlines' business class for this first class product, Virgin Atlantic's new Upper Class Suite will not only attract BA's Concorde passengers but its and other airlines' first and business class passengers as well

#### **HEADLINE FACTS:**

- The longest bed of any airline's First or Business class product
- It provides passengers with customised luxury furniture for sitting on and a mattress for sleeping on so passengers do not have to compromise on the comfort of either
- The 1-2-1 configuration means passengers have their own personal space with no 'step over' by other passengers
- Passengers can recline in the seat even for take-off and landing!

#### THE COMPARISIONS:

- The new seat is 2" wider than British Airways' First Class seat and the bed is 3.5" longer, 13.5" wider in the all-important shoulder area and 3.5" wider in the lower bed area
- The seat is 7.5" longer, 13" wider in the shoulder area and 3" wider in the lower bed area than British Airways' Club World seat
- The new seat is 2" wider than the First Class seats offered by 23 major airlines including British Airways, Lufthansa, Qantas, United Airlines, American Airlines, Air France

#### THE BED FACTS:

- It is the longest bed in any class at 79.5 inches
- At its widest point, the all important shoulder area, the bed is 33" across over 1ft of extra width compared to other airlines!
- With one touch of a button the seat converts into a bed by flipping over
- The mattress is totally flat for optimum sleeping comfort
- The seat foams are contoured for optimum seating comfort

#### THE CABIN FACTS:

- The cost of the new Upper Class project including new cabin and seats is £50m
- The product has been in development for over two years
- The seats television screen is 10.4 inches bigger than any other airline's business class inflight entertainment screen
- The new Upper Class cabin features a private bar in an area discreet from the cabin

## **Upper Class**

This is marketed as a first class service at a business class fare and therefore competes with other carriers' business class products. It was launched with the airline in 1984 and has won every major award in the travel industry.

- In 2000 Virgin Atlantic introduced a new first class sleeper-seat which provides passengers with over 6ft of sleeping space. The new Freedom menu allows the passengers to eat what they want when they want.
- Onboard bar area and lounge (lounge on all Heathrow services).
- Sleeper service "Snoozezone" on certain overnight flights; duvet and complimentary sleep suit; meal
  in airport lounge in New York (Newark & JFK) and Boston, onboard on longer flights.
- Choice of up to 20 video channels plus 14 audio channels and 25 Nintendo games on selected aircraft.
- Complimentary drinks including pre-take off champagne and ice creams during the movies.
- Inflight beauty therapist gives neck and scalp massage, zone therapy massage or manicure on all flights between London and New York, Washington, Johannesburg and Tokyo, and on selected flights between London and Los Angeles, Hong Kong and San Francisco and Shanghai.
- Unique Clubhouse lounges at selected airports featuring a health and beauty salon named "Virgin Touch" with beauty treatments (at Heathrow only), library, music room, video games room, study, bar, ski simulator and roof top conservatory.
- Arrival facilities Virgin Revivals at Heathrow features a reception, eighteen shower rooms with a valet cleaning service, a Virgin Touch salon, a bar and lounge area and a business area with free phonecalls, access to email and Internet and faxing facilities.
- Complimentary airport transfers are generally available to and from all airports of arrival and departure;
   UK options include chauffeur driven Volvo or Virgin LimoBike in the UK and first class Gatwick Express travel.
- Drive-Thru Check In is a unique Upper Class complimentary service at London Heathrow, London Gatwick (during summer season). Due to FAA restrictions Drive Thru Check In is suspended in the US. The limos are met by check-in agents in a dedicated area at the airports. The agents security profile the passengers, take any luggage which is to be checked in directly to the aircraft and issue boarding passes. All this is done without passengers needing to leave the comfort of their limos. Upper Class passengers are then dropped off at departure level and can go directly through security and immigration to the Virgin Clubhouse lounge. This is hassle-free approach reduces check-in time.
- Membership of Virgin flyingclub, Virgin Atlantic's frequent flyer programme offering a wide range of awards and participating companies.

## **Premium Economy Class**

Virgin Atlantic's economy service is segmented into Premium Economy (full fare economy) and Economy (all other economy fares). Premium Economy was first introduced in 1992 as Mid Class, a service aimed at the cost conscious business traveller who for budgetary reasons travels economy but still requires extra space in which to work or relax. The product was rebranded as Premium Economy in November 1994. It features:

- Most comfortable economy seat in the world with 38" seat pitch
- Pre-take off champagne.
- Choice of up to 20 video channels plus 14 audio channels and 25 Nintendo games on selected aircraft.
- Priority economy meal with a choice of three entrees, including a vegetarian option.
- Priority economy duty free choice.
- For the outbound journey the amenity kit is filled with added extras including socks,
  eyeshades, earplugs, breath freshening mints. There is also a Virgin pen and a 10% discount
  voucher for the Virgin Megastore, a toothbrush and toothpaste all packed into an opaque
  rucksack. For the inbound journey passengers receive some eye shades, ear plugs,
  toothpaste and a toothbrush in a washbag.
- Newspapers given to passengers
- Express Economy baggage reclaim.
- Dedicated check-in at all locations.
- Membership of Virgin flyingclub, Virgin Atlantic's frequent flyer programme offering a wide variety of awards and participating companies.
- Special features for children (see separate section).

## **Economy Class**

Virgin Atlantic's Economy class aims to give maximum value for money. For details of the service and features provided for full fare economy passengers, see Premium Economy.

- Contoured, space-saving seats, maximising legroom; seat pitch up to 32"; new seats have adjustable headrests.
- Pillows and blankets.
- Choice of up to 20 video channels plus 14 audio channels and 25 Nintendo games on selected aircraft.
- Choice of three entrees with main meal including a vegetarian option.
- Free drinks.
- For the outbound journey the amenity kit is filled with added extras including socks, eyeshades, earplugs, breath freshening mints. There is also a Virgin pen and a 10% discount voucher for the Virgin Megastore, a toothbrush and toothpaste - all packed into an opaque rucksack. For the inbound journey passengers receive some eye shades, ear plugs, toothpaste and a toothbrush in a washbag.
- Membership of Virgin flyingclub, Virgin Atlantic's frequent flyer programme offering a wide variety of awards and participating companies
- Special features for children (see separate section)

## Inflight entertainment

## Virgin firsts in inflight entertainment

- First airline to offer business class passengers individual TVs with the introduction of Sony Video walkmans and a library of films in 1989.
- First airline operating wide-bodied aircraft to offer individual TV screens and a choice of channels to passengers in all classes when in 1991 it introduced a six channel system and individual seat arm or seat back TVs.
- First airline to install interactive entertainment with individual TVs in all classes with the introduction of Virgin Arcadia.

## 1 Virgin Arcadia - interactive inflight entertainment

Some of Virgin's planes are equipped with an interactive entertainment system by Rockwell Collins of California, USA. Branded Virgin Arcadia it offers 14 video channels and 9 CD audio channels which consists of:

- 6 movie channels
- 2 kids channels (featuring a combination of movies and tv programming)
- 6 TV channels featuring music, sport & news, comedy and kids programming plus the exclusive Virgin Travel guide
- 9 audio channels ranging from soul to Classical music
- A choice of 10 Nintendo Games
- Moving Skymap display which plots the aircraft's flight path
- Bulkhead telephones

The Arcadia system is on a selection of 747-400 and A340 aircraft.

### 2 Virgin Odyssey

All new aircraft delivered since 1997 are fitted with state-of-the-art Matsushita Avionic Systems IFE. The Odyssey system offers 20 channels of entertainment plus much more as follows:

- 10 movie channels
- 2 kids channels (featuring a combination of movies and tv programming)
- 8 TV channels featuring music, sport & news, comedy and kids programming plus the exclusive Virgin Travel guide
- 14 audio channels ranging from soul to Classical music
- A choice of 35 Nintendo Games
- Moving Skymap display which plots the aircraft's flight path
- In-seat telephones (located on the reverse of the handset)

The Odyssey system is on a selection of 747-400 and A340 aircraft.

## Inflight entertainment cont.

#### 3 Virgin Nova

During the summer of 2001 Virgin took delivery of five 747-400 aircraft, these were fitted with an Inflight Entertainment system new to Virgin Atlantic supplied by Thales. The new product, called 'Nova' has 8 channels of seat back entertainment consisting of:

- 5 movie channels
- 2 kids channels (featuring a combination of movies and tv programming)
- 1 TV channel which works on a cycle basis showing a selection of our current TV programming
- 14 audio channels ranging from soul music to Classical
- Moving skymap display which plots the aircraft's flight path
- Bulkhead Telephone

The Nova system is available on a selection of 747-400 aircraft.

#### 4 V-Port

This system is onboard G-VWOW and the new A340-600s as they enter the fleet. It offers Video on Demand where passengers can watch or listen to what they want and can start, pause or rewind their chosen movie, TV show or CD.

#### What it features:

- 300 hours of Video on content.
- 14 channels of Audio on Demand and a jukebox with over 45 CDs ranging from Chopin to Elvis Presley to PJ Harvey. Passengers can listen to an entire CD or just an individual track.
- A selection of audio books.
- 15 computer games, of which 3 are multi-player and one, Battlemail Kungfu, has been developed exclusively for Virgin
- A Quick Find facility that allows passengers to look for films starring their favourite movie star, comedy shows or language programming.
- A dedicated Kid's Zone that has it's own menus and contains programming suitable for children and a parental block.
- Air to ground SMS text messaging to mobile phones and e-mail addresses.

#### Coming Soon:

- Receiving Email and an Intranet Site. Passengers will be able to receive messages inflight. This is due to be introduced from Spring 2003.
- IMap is a brand new fully interactive map application not only can passengers track their flight, but they can also roam around the world, zoom in on different destinations and points of interest.

## Special features for children & infants

Virgin has paid close attention to the safety, comfort and entertainment needs of children and infants, providing the following additional features for young travellers:

- Special children's meals plain food designed to appeal to children.
- Virgin Aviator's snack boxes (on the return sector) appealingly packaged snack box containing fruit, chocolate bar and crisps or similar snacks.
- KiDs brightly coloured record bag containing:
  - Puzzle book
  - Reading book
  - Baseball cap
  - Pop a point pencil
  - 2 x Chupa chup Iollies
  - Disney key ring
- Dedicated children's visual channel 'Blast'; Nintendo games channels on aircraft.
- Unaccompanied minors programme, including 'Virgin Aunties', for groups of unaccompanied minors on selected routes.
- Baby changing facilities on all aircraft.
- Virgin 'Skycots' bassinets for infants under 1 year old.
- Infant care chair (child safety seat specifically designed for airline use) pioneered by Virgin for children aged six months to three years.
- Complimentary nappies, bottles and baby food available in all classes.

## Passengers with restricted mobility

Virgin Atlantic has pledged to the Airline Passenger Services Commitment. This sets out to improve the accessibility of air travel to people with reduced mobility by ensuring their needs are understood and provided for and their safety and dignity are respected. Our dedicated team of Special Assistance agents have helped thousands of customers to travel independently with ease and comfort.

## Details of Special Assistance Available

- Cabin crew and airport staffs undergo special training courses in assisting passengers with restricted mobility and/or impaired sight or hearing.
- Subtitled films and emergency briefing cards in braille are available on all Virgin Atlantic flights and emergency briefing cards in braille available.
- Assistance to and from aircraft can be arranged (wheelchair or buggy). \*
- Onboard wheelchairs are available on all aircraft for transfer through the cabin.
- Most special dietary needs can be catered for with 24 hours notice.
- Virgin Atlantic was the first airline to provide 'neck loops', which allow hard of hearing passengers to enjoy better quality sound from inflight entertainment system. A limited number of open caption movies are available onboard. Cabin crew with sign language skills can be requested on flights with 6 weeks notice.
- Two types of support seating are available for children with disabilities who are unable to sit upright. The Burnett Body Support has vacuum technology that moulds to the body and holds the desired posture. The Travel Chair is our very latest support system. Suitability assessment and availability must be made for both support seats.\*

#### Medical Equipment Available Onboard

- Therapeutic oxygen is available onboard, but the amount available may differ on different routes.\*
- Stretcher passengers can be carried on all flights (except to and from Shanghai, Lagos, & Port Harcourt) and must be escorted by a medical professional in all cases.\*
- Automatic external defibrillators are carried on all Virgin Atlantic aircraft. Virgin was the first airline to equip its fleet with automatic defibrillators when in 1990\*\* it introduced Automatic External Defibrillators (Physio Control Lifepak 200 updated in to Lifepak 500 in 1996) able to potentially revert life threatening heart rhythms in Cardiac arrest. This device enabled a male passenger in 1997 to be the first Cardiac Arrest victim to be saved in UK and US airspace. All senior cabin crew (the inflight supervisor and two pursers on each flight) receive regular training in resuscitation and defibrillation techniques.
- The cabin crew are all extensively First Aid trained and annually refreshed and examined. As well as other medical equipment each aircraft carries a First Aid Kit and an Emergency Medical Kit (for use by suitably qualified medical volunteers). We have a 24 hour radio/satellite link to specialist medical advice via a response centre - Medlink (MedAire) in Phoenix.
- Virgin Atlantic has an office-based department called Special Assistance to deal with any special needs requests. Special Assistance needs as much notice and information as possible so that they can communicate all requirements to the airports and crew operating the flights and reserve any equipment
- \*\* Virgin Atlantic introduced the Lifepak 200 in 1990 and this was upgraded to a Lifepak 500 in 1996. The device is a semi-automatic external defibrillator which is able to re-organise the chaotic electrical impulses of the heart in cardiac arrest victims. Without this machine the prognosis of the passenger recovering is virtually nil.

## Upper Class airport lounges

## **Arrivals lounges**

Lounge facilities are available on arrival at:

• London - Heathrow Revivals - arrivals lounge with facilities including showers, Virgin Touch salon, business

area, lounge bar and deli

#### Departure lounges

Lounges for Upper Class passengers' use prior to departure are provided at all airports. All lounges are beyond passport control except at Boston and Newark.

London - Heathrow
 London - Gatwick
 New York - Newark
 New York - JFK
 The Virgin Clubhouse Gatwick
 The Virgin Clubhouse Newark
 The Virgin Clubhouse JFK

Boston Upper Class Lounge

Washington The Virgin Clubhouse Washington

Miami Club America Lounge
 Orlando Delta Airlines Crown Room

San Francisco The Virgin Clubhouse San Francisco

Tokyo
 Hong Kong
 The Virgin Clubhouse Tokyo
 The Virgin Clubhouse Hong Kong

Johannesburg The Virgin Clubhouse

Caribbean Club Caribbean Lounge in Barbados

Big Banana Lounge in Antigua

Los Angeles Air Canada Maple Leaf Lounge

## Facilities available in these lounges include:

- · Complimentary drinks & bar menu
- Telephones
- Newspaper and magazines
- TV, video, games
- Fax, photocopier, computers
- Toilets and showers
- Check-in at lounge for passengers with hand baggage only where possible

## Upper Class lounges

The concept behind Virgin Clubhouses, Virgin's lounges for Upper Class passengers, is designed to deliberately challenge the conventions of the airline industry and to create a different travelling environment.

## The Virgin Clubhouse at Heathrow

Opened on 22 February 1993 by Secretary of State for Transport John MacGregor MP and Richard Branson, the lounge represents a £1 million investment for the airline.

## In September 1999 changes and improvements included:

- A new dining area to allow passengers to eat a main meal in the lounge.
- A new reception area with 4 staff positions so that passengers can be greeted and dealt with efficiently.
- The bar has grown and the surrounding area has more open plan space to support 30 extra seats accommodating additional
- The conservatory and library have been tidied up but remain quintessentially as they were.
- The music room has been transplanted to a new area replacing the putting green.
- Virgin Touch has been extended to provide two new sinks, more massage space and two new shower rooms.
- The phone booths have been expanded into two new business booths

Located beyond passport control in Terminal 3, the Clubhouse has views on two sides and from the roof of airport runways. It is designed, above all, to be a place where the passenger can relax, have fun and escape from the normal hum-drum routine of waiting for international flights. Central to this way of thinking is the offer of choice.

Travellers are invited to explore the Clubhouse to find the room which best captures their mood at that particular time of day. The full spectrum of choice available is best explained by a tour through the rooms:

On entering the Clubhouse guests are greeted and welcomed at a concierge desk that offers travel and secretarial support, plus information on Virgin Atlantic services and Freeway enquiries.

#### The Bar

At the centre of the Clubhouse is one large bar area, featuring a drinks bar with a flexible menu offering food all day,

Designed in the character of a traditional gentleman's club, with antique leather armchairs, a full library of over 5,000 old and new books and a seventeenth century banqueting table from Richard Branson's country home. Newspapers, magazines and boardgames are also provided.

#### The Games Area

The Namco "Alpine Racer" ski simulator, featuring mounted ski poles for balance and ski steps for rapid turns. Players can choose from three courses progressing in degrees of difficulty, including realistic "naturalistic" elements such as fog and blizzards. In addition a range of CDI interactive sporting game pods are complete with personal lighting systems. Nintendo games.

#### The Music Room

A sound proofed and private sitting room equipped with state of the art Denon system and new leather sofas. The room can also be reserved in advance for business meetings.

#### The Business booths

It has individual workstations offering fax, photocopier, telephones as well as access to the Internet and international financial news services.

#### Virgin Touch

Virgin's pre-flight grooming and relaxation salon offering a wide range of facials, massages and beauty treatments for male and female passengers, all by Virgin's fully qualified beauty therapists. Hair cutting and styling is also available

A unique rooftop conservatory is situated above the Clubhouse giving unrivalled views of the airport taxiways and runways. Accessed via a spiral staircase the conservatory is a mixture of old and new, recreating the ambience of a Victorian conservatory but updated with soundproofing and modern amenities. A black and white chessboard effect patio garden surrounds the outside of the conservatory with four metre high topiary chess figures.

## The Virgin Clubhouse Gatwick

Roland Rivron, Jonathon Ross and Richard Branson opened the Gatwick Clubhouse on 22 September 1998. The Virgin Clubhouse offers a modern classic environment offering a comfortable, innovative, witty and colourful atmosphere.

Located beyond passport control in the South Terminal, the Clubhouse looks out onto the apron of the airfield and the runway. It is designed to offer a choice of environments where the passenger can relax, have fun and enjoy themselves while waiting for their Virgin Atlantic flight.

Travellers are invited to explore the Clubhouse to find the space which best captures their mood at that particular time of day. The full spectrum of choice available is best explained by a tour through the rooms:

### The Reception

On entering the Clubhouse, guests are greeted and welcomed at the concierge desk that offers travel and secretarial support, plus information on Virgin Atlantic services.

#### The Bar

Located at the far end of the Clubhouse, the bar offers a breakfast menu that includes a selection of hot and cold food, plus a drinks bar.

### The Library

The library offers a wide selection of books, with antique leather furniture to relax on.

Newspapers, magazines and board games are also provided.

#### The Games Room

A spacious room with multi-coloured tiled disco floor with two Playstations and an Xbox. A selection of children's' toys and books are also available.

#### The Business Centre

This room has individual workstations offering phone, fax, photocopying facilities as well as access to the Internet and international financial news services.

#### Virgin Touch

Virgin's pre-flight grooming and relaxation salon offers a wide range of facials, massages and beauty treatments for male and female passengers, all by Virgin's fully qualified beauty therapists. Hair cutting and styling is also available

#### Cinema

A red floor to wall padded surround sound cinema, which offers comfy sofas and beanbags with a wide-screen cinema where terrestrial and Satellite television can be viewed.

### In addition the Clubhouse offers:

#### Telescopes

Long range Japanese made telescopes offer close up and panoramic views of the runway and aircraft in the South Terminal.

#### Lift

A dedicated lift takes passengers direct to a satellite train to board a Virgin flight.

#### Toilets and showers

Ultra modern restrooms with showers and facilities for baby changing and for those with disabilities.

#### Telephone booths

Local and national are free of charge. There is a charge for international calls.

#### Wardrobe area

Offering lockable lockers and hanging facilities.

## Upper Class health and beauty therapy

Virgin has taken its commitment to ensuring passengers arrive at their destination relaxed and refreshed to new heights with its comprehensive beauty therapy programme.

#### Inflight beauty therapy

The airline's first inflight beauty therapist, Jane Breeden, now heads up Virgin's team of inflight beauty therapists. She first approached Richard Branson in 1989 with her novel idea – why not offer your passengers something extra-special when crossing the Atlantic – such as a massage? Branson saw the potential in this idea – particularly for the many business travellers regularly flying with the airline. Jane was given the opportunity to try out her idea on one of Virgin's New York flights in February 1990. The 'trial flight' was a great success and Jane's first flight as the airline's official Inflight Beauty Therapist coincided with the launch of the airline's service to Los Angeles in May 1990.

Virgin's inflight beauty therapy quickly became popular. When arranging their treatment, passengers are asked whether they wish to be woken for their treatment should they fall asleep. The early mistake of *not* disturbing a happily slumbering passenger who subsequently woke up at the end of the flight very disappointed to have missed his massage has not been repeated!

Virgin has a growing team of Inflight Beauty Therapists, all fully qualified in beauty therapy. On all flights between London and New York (both Newark and JFK), Washington, Tokyo and Johannesburg, Los Angeles, Boston, Cape Town, Delhi, Lagos, Shanghai, Hong Kong and San Francisco a therapist offers complimentary neck and scalp massages, zone therapy massage and manicures to Upper Class passengers. Prior to take-off, the inflight beauty therapist hands out a card explaining the services and inviting passengers to make an appointment. They can then book a massage or manicure which takes place in the onboard lounge area.

The Virgin Beauty Therapy Department has grown rapidly. Today there are over 200 inflight beauty therapists plus 18 beauty therapists and 9 hairdressers based at the Virgin Clubhouses. Virgin Touch Spas are also being introduced; the first was opened at La Residencia, Richard Branson's privately owned hotel in Majorca.

#### Virgin Touch

Virgin has taken its commitment to ensuring passengers arrive at their destination relaxed and refreshed to new heights with its comprehensive beauty therapy programme.

#### Inflight Beauty Therapy

Virgin Atlantic has a growing team of Inflight Beauty Therapists, all fully qualified in beauty therapy. Our unique service is available on the following flights from London Heathrow:

JFK Johannesburg Newark San Francisco

Los Angeles Shanghai
Tokyo Boston
Washington Cape Town

Hong Kong Delhi

Lagos

Treatments consist of Stress busting face & scalp massage, Full backup massage, Helping Hands – Zone Therapy, Handsome Hands – manicure and Armed Force shoulder & arm massage which are carried out in our dedicated on-board area. Prior to take-off, the beauty therapist hands out an invitation card explaining the treatments available and then makes the appointment.

## Pre-flight Grooming - The Virgin Touch Salons

In 1993 Virgin's exclusive pre-flight grooming salon was introduced for Upper Class Passengers, with the opening of the Virgin Clubhouse at London Heathrow. We offer an extensive range of complimentary treatments for both men and women. The Virgin Touch salon is designed to ensure travellers begin their flight relaxed and tension free.

#### Massage Treatments

- Back down to earth luxury back massage using blended aromatherapy oils.
- Stress Busting Face & Scalp massage Acupressure face and scalp massage
- Full Backup massage Pressure point massage
- Armed Force-Shoulder & Arm acupressure massage
- Helping Hands Zone Therapy massage

#### Facial Treatments

- Ready for take-off Eliminate dead skin cells, hydrate for a fresh complexion and moisturise to protect – ready to jet set!
- Final Call Choose from either mask or massage to complete this Guinot facial.
- Hydradermie Complete facial treatment that deep cleanses the skin, re-hydrates the deeper layers and speed up cellular regeneration.

#### **Beauty Treatments**

- Handsome Hands Manicure
- Dust & polish Filed and finished with a nail colour of your choice, for either hands or feet.
- Bubble & Feet Rejuvenating foot spa & massage treatment.
- Waxing For the temporary removal of hair, on face and body.
- Face the Day Quick colour make-up, which freshens and enhances your complexion.
- Eyebrow shaping Gives definition and enhances the natural eye shape.

#### **Hairdressing**

- Cut & blow dry Cut out the hassle.
- Wash & Set Get set! for departure
- Wash & blow dry Includes scalp massage.
- Hair Up Create a great new look without the cut.
- Beard Trim Guys why not nip in!
- Specialised Hair & Scalp Treatments using Philip Kingsley products.

You can choose from an Intensive Elasticizer for your hair and soothing creams to condition your scalp.

### The Sensational Shave

Including a cool cleanse; calm cream, hot & cold towels. Finished with a relaxing "fit face" massage.

#### **Bookings**

London Heathrow

Telephone: 020 8 897 5055 Email: vtouch.lhr@fly.virgin.com

#### **Revivals**

Launched for the Millennium, our first arrival facility, Revivals based at London Heathrow opened in January 2000. Our Virgin Touch area has been designed to revitalise and energise our passengers before a hectic day at the office.

- Bubble & Feet Rejuvenating foot spa and massage treatment.
- Face the Day A quick colour make-up, which will freshen and enhance your complexion.
- Dust & Polish Filed and finished with the nail polish of your choice.
- The Sensational Shave

Your treatment can be arranged by visiting the Virgin Touch area within Revivals.

## "Flying Without Fear"

Virgin Atlantic launched its 'Flying Without Fear' course on 4 April 1998, designed to help people overcome their anxieties of flying.

The one-day courses are held at the Virgin Headquarters in Crawley, West Sussex and places per course are limited to 20 to ensure personal attention. The courses consist of a morning session led by a Virgin Atlantic Captain who talks on flight safety, take-off and landing procedures, as well as teaching people to recognise the sort of noises that aircraft routinely make in these manoeuvres.

After lunch David Landau teaches relaxation techniques. David Landau has a long track record in psychoanalysis and has developed a theory specifically aimed at dealing with phobias. This part of the course takes place in a mock aircraft and therefore allows people to experience a realistic aircraft environment without having to leave the ground! A free relaxation tape is given to course attendees to take away that helps to reinforce all that has been learnt.

The courses run every month and have received rave reviews by those who have attended. As one attendee wrote "I haven't been able to fly for ten years and now I can. This course has changed my life." Statistically speaking, the course has a success rate of over 90%.

The course has been designed to allow plenty of time for questions. This creates a very relaxed atmosphere and participants are amazed at how much they enjoy the day.

Following the success of Flying Without Fear we have introduced one-on-one-sessions. The session offers a completely personalised day with a Captain and relaxation counsellor and any other expert necessary to suit individual passenger's needs. The attendee will talk through their requirements before attending the one-to-one session so that the course leaders understand exactly what concerns they may have before they meet at an airport local to the attendee. The Virgin Atlantic Captain and relaxation counsellor spend the morning talking through the specific fears the attendee may have and they are accompanied by the Captain on a short-haul flight.

The way to get the most benefit from the course would be to attend no more than two months before taking a flight. Virgin recommends that following the course; participants play the relaxation tape and read the notes, allowing the day's learning to be reinforced.

## Frequent Flyer Program

**Flyingclub** 

The frequent flyer programme, flying club (previously Freeway) has been recently revamped and redesigned to provide more exciting incentives for first time flyers and to build passenger loyalty. The reward scheme has been restructured, now members can join the flying club red from their first flight and regular travellers can aim for flying club silver and ultimately flying club gold.

flying club red members will receive regular mailings of special offers and fare to Virgin Atlantic destinations and promotions from our partners exclusive to flying club members.

flying club silver is a status that will never be downgraded; to qualify members need to make the equivalent of one Upper Class one-way flight. This will enable member's priority status, Premium Economy check in when flying Economy, priority waitlisting, express handling of rewards and exclusive offers.

flying club gold brings extra status to frequent flyers. Benefits include Upper Class check in regardless of travelling class, 24 hour access to theatre and sporting ticketing with no booking fee and the ability to tailormake their own awards.

flying club has many partner airlines and hotels. The new airlines include American West, Air New Zealand, British Midland, Delta, Gulf Air, Malaysia Airlines, Midwest Express and Singapore Airlines.

flyingco.

Virgin Atlantic has a sales incentive designed especially for small and medium-sized businesses under the new brand flyingco.

flyingco. is a unique incentive for smaller businesses because it offers two sets of benefits - cost savings for the company, and personal frequent flyer benefits for the business traveller. All business travellers contribute to the company account that soon builds into a shared pool earning the company a range of rewards.

The key company rewards include Virgin Atlantic flights, space available upgrades, limo transfers, lounge passes, Gatwick and Heathrow Express tickets, bmi British Midland flights, Eurostar tickets, car hire and hotel stays.

## Environmental and recycling programme

## The greening of Virgin Atlantic

Virgin Atlantic has introduced a number of recycling initiatives both on board aircraft and throughout the company's offices. These measures are environmentally conscious and cost effective, enabling the airline to assist a number of charities and institutions. Recycling is carried out in compliance with Ministry of Agriculture directives to ensure the highest health and safety procedures are adhered to. The information below details our current environmentally friendly initiatives but please note we are constantly monitoring and improving our environmental policy.

### 1) Virgin Atlantic's office initiatives

#### Paper

All waste paper is recycled through Strand Cleaning Services Cleaners at Gatwick also collect and recycles passenger newspapers wherever possible.

#### · Printer toner cartridges

Printer toner cartridges are collected and donated to the Roy Castle Lung Cancer Appeal for recycling. The charity receives the profits from the resale.

#### Vending cups

Special receptacles to enable recycling of plastic vending cups are installed in many office kitchen areas.

#### Plastic glasses

Plastic glasses used in Economy sections onboard aircraft are saved by crew for recycling by Save A Cup Recycling Company. In excess of 8,000 cups are collected from incoming flights to Heathrow and Gatwick each day, or, over ten tonnes of plastic for recycling per year. The Save A Cup scheme is a non-profit-making scheme established by plastic cup manufacturers and major companies within the UK vending and foodservice industries. Cups are reduced to flakes, suitable for washing in automated equipment, then dried and sold for further applications or further processed into pellets for a wide range of uses such as coat hangers and videocassettes.

#### Aluminium cans

Aluminium cans are collected from the aircraft and offices for recycling. Those collected from offices at Gatwick and Crawley are collected and recycled by Ifield Hall to raise money for their transport. Wherever possible cans will also be recycled at Virgin Atlantic's overseas destinations.

#### 2) Onboard initiatives

#### Duty free bags

Plastic duty free bags contain a percentage of recycled material that can in turn be recycled. Virgin Atlantic was the first airline to use Byoplastic, a biodegradable material, with duty free bags introduced in 1988.

#### Magazines

Consumer and specialist magazines are covered with protective plastic covers to enable reuse. When no longer current, any still in good order are redistributed to office reception areas and hospitals.

#### Economy amenity kits

Those left by passengers are collected by our recycling agents and sorted into used and unused items.

Unused items are made into new kits with any required new components (e.g. pens, notepads); used items can be laundered and given to charity (e.g. eyeshades, socks). This work is done by various community groups including lifield Hall, a centre for the disabled located close to Crawley. Electronic headsets have new ear sponges fitted and are resealed in poly bags.

#### Upper Class

Leftover snoozesuits are laundered for re-use. Upper Class amenity kits are collected and unused items are either given to charity or used in our clubhouses for promotional give-aways. Upper Class headsets have new ear sponges fitted and are resealed in poly bags.

## 3) Suppliers' initiatives

The airline's suppliers are encouraged to participate in recycling programmes.

- The suppliers of the champagne have reduced their cardboard packaging with a view to replacing this with reusable packaging.
- Our London airline catering companies all sealed dry good foods.
- Our Aircraft cleaning companies collect items designated for recycling and forward them to the airline's central warehouse for onward distribution.
- Ifield Hall, a local outreach centre located, primarily for intellectually handicapped adults forms a major part of the recycling programme. Profits contribute towards their transportation needs.
- Waste oil from aircraft is collected by the BAA and recycled.

#### 4) Redundant items

#### Menus recycled

A number of recycled items were given to CRISIS to aid with their Christmas shelters. Redundant equipment (melamine etc) has been donated to orphans in the Ukraine. This is being distributed by British Aid for deprived children overseas.

#### • Upper Class table linen

Donated to prisons, including Time prison shops.

#### Brochures

Out of date brochures are collected for recycling.

#### Awards

OAG (Official Airline Guides)

Airline of the Year 2001
Best Airline to the Far East 2002
Best Trans-Atlantic Airline 1998 - 2000
Best Business Class - Long Haul 1998 - 2000
Best European Airline 1998 - 2000
Best Economy Class - Long Haul 1998, 2001

Robb Report

Best of the Best Airline 2000

Conde Nast Traveler

Best Transatlantic Business Class 1998, 2001
Best Transatlantic Airline 2000
Best Business Airline 1999

Travel Weekly

Best Transatlantic Airline 1988 - 2003

Entrepreneur

Best Airline to Europe and Beyond 2000

Best Trans-Atlantic Economy Class 1996 - 1999

World Airline Entertainment Association

Best Inflight Magazine 1996, 1999, 2001
Best Inflight Audio Entertainment 1989, 1990, 1999
Best Overall Inflight Entertainment 1989, 1990, 1996, 1999
Best Multi-Channel Video Programming 1996, 1999

**Executive Travel** 

Best Business Class 1989, 1991 – 1999

Best Transatlantic Airline 1989, 1990, 1993 – 1996, 1998

Airline of the Year 1990, 1993, 1995

Best Inflight Entertainment 1989, 1990, 1997, 1998

InsideFlyer

Best International Frequent Flyer Program 1998

## Richard Branson: biography & background

#### Founder and Chairman of the Virgin group of companies

Richard Branson was born in 1950, and educated at Stowe School, where he established a national magazine called Student at the age of sixteen. He started a student advisory service centre aged 17 to help young people. In 1970 he founded Virgin as a mail order record company and shortly after opened a record shop in Oxford Street, London. During 1972, a recording studio was built in Oxfordshire where the first Virgin artist, Mike Oldfield, recorded "Tubular Bells" which was released in 1973.

The first album of the newly created Virgin records went on to sell over 5 million copies. Over the years many household names, including Genesis, Phil Collins, Peter Gabriel, Simple Minds, The Human League, Culture Club, Janet Jackson and The Rolling Stones helped make Virgin one of the top six record companies in the world. The equity of Virgin Music Group – record labels, music publishing and recording studios – was subsequently sold to the Thorn EMI in 1992 in a US\$ 1 billion deal.

The interests of Virgin Group had now expanded into international "Megastore" music retailing, book and software publishing film and video editing facilities, clubs, travel, hotels and cinemas through over 100 companies in 23 countries.

Virgin Atlantic Airways, formed in 1984, has become the second largest British long haul international airline and operates a fleet of Boeing 747 and Airbus A340 aircraft to New York, Miami, Boston, Washington, Los Angeles, Orlando, San Francisco, Hong Kong, Tokyo, Johannesburg, Barbados, St. Lucia, Antigua and Shanghai, Las Vegas and Delhi. The airline was founded on the concept of offering a competitive and high quality Upper Class and Economy service. The airline is now the holder of every major travel award.

In 1995 Virgin Direct was launched selling financial services by telephone at a significantly lower cost than traditional financial services companies. In 1996 Virgin Group launched Virgin Express, a short-haul airline based in Belgium which offering a low cost, no frills service and flies within Europe. Virgin Rail operates two rail franchises and is currently engaged in a £2 billion fleet replacement programme to create one of the most modern rail networks in the world by 2002. In 1999 Virgin entered into the telecommunications business launching Virgin Mobile and in 2000 low cost airline Virgin Blue was launched in Australia. For 2001, the combined sales of the different Virgin holding companies were around £4 billion.

Since 1985, Richard has also been involved in a number of world record-breaking attempts. In 1986, his boat 'Virgin Atlantic Challenger II', rekindled the spirit of the Blue Riband by crossing the Atlantic Ocean in the fastest ever recorded time. This was followed a year later by the epic hot air balloon crossing in 'Virgin Atlantic Flyer' which was not only the first to cross the Atlantic but was the largest ever flown. In January 1991, he crossed the Pacific Ocean from Japan to Arctic Canada, again breaking all existing records with speeds of up to 245 miles per hour.

Between 1995 and 1998 Richard Branson and Per Lindstrand and Steve Fossett made a number of attempts to circumnavigate the globe by balloon. In late 1998 they made a record-breaking flight from Morocco to Hawaii but their dream was shattered by bad weather before a Swiss team successfully circumnavigated the globe early in 1999.

In the 1999 New Years Honours list Richard Branson received a knighthood for his 'services to entrepreneurship'.

Richard lives in London and Oxfordshire and is married to Joan with two children, Holly and Sam.

Letterhead 1

Page 1 of 7

VIRGIN HUMBERISES LIMITED, Plaintiff

v.

Opposition/Cancellation No. 91154392

KAY CUIDER COMPREY,

# PROVISIONS FOR PROTECTING CONFIDENTIALITY OF INFORMATION REVEALED DURING BOARD PROCEEDING

Information disclosed by any party or non-party witness during this proceeding may be considered confidential, a trade secret, or commercially sensitive by a party or witness. To preserve the confidentiality of the information so disclosed, either the parties have agreed to be bound by the terms of this order, in its standard form or as modified by agreement, and by any additional provisions to which they may have agreed and attached to this order, or the Board has ordered that the parties be bound by the provisions within. As used in this order, the term "information" covers both oral testimony and documentary material.

Parties may use this standard form order as the entirety of their agreement or may use it as a template from which they may fashion a modified agreement. If the Board orders that the parties abide by the terms of this order, they may subsequently agree to modifications or additions, subject to Board approval.

Agreement of the parties is indicated by the signatures of the parties' attorneys and/or the parties themselves at the conclusion of the order. Imposition of the terms by the Board is indicated by signature of a Board attorney or Administrative Trademark Judge at the conclusion of the order. If the parties have signed the order, they may have created a contract. The terms are binding from the date the parties or their attorneys sign the order, in standard form or as modified or supplemented, or from the date of imposition by a Board attorney or judge.

TERMS OF ORDER

1) Classes of Protected Information.

Virgin Enterprises Ltd. v. Kay

Guitar Co.

Opposition No. 91154392
Opposer's Testimony Deposition

Exhibit

10/24/2003

The Rules of Practice in Trademark Cases provide that all inter partes proceeding files, as well as the involved registration and application files, are open to public inspection. The terms of this order are not to be used to undermine public access to files. When appropriate, however, a party or witness, on its own or through its attorney, may seek to protect the confidentiality of information by employing one of the following designations.

RUZBASAN HOME

Confidential---Material to be shielded by the Board from public access.

Highly Confidential—Material to be shielded by the Board from public access and subject to agreed restrictions on access even as to the parties and/or their attorneys.

Trade Secret/Commercially Sensitive—Material to be shielded by the Board from public access, restricted from any access by the parties, and available for review by outside counsel for the parties and, subject to the provisions of paragraph 4 and 5, by independent experts or consultants for the parties.

#### 2) Information Not to Be Designated as Protected.

Information may not be designated as subject to any form of protection if it (a) is, or becomes, public knowledge, as shown by publicly available writings, other than through violation of the terms of this document; (b) is acquired by a non-designating party or non-party witness from a third party lawfully possessing such information and having no obligation to the owner of the information; (c) was lawfully possessed by a non-designating party or non-party witness prior to the opening of discovery in this proceeding, and for which there is written evidence of the lawful possession; (d) is disclosed by a non-designating party or non-party witness legally compelled to disclose the information; or (e) is disclosed by a non-designating party with the approval of the designating party.

#### 3) Access to Protected Information.

The provisions of this order regarding access to protected information are subject to modification by written agreement of the parties or their attorneys, or by motion filed with and approved by the Board.

Judges, attorneys, and other employees of the Board are bound to honor the parties' designations of information as protected but are not required to sign forms acknowledging the terms and existence of this order. Court reporters, stenographers, video technicians or others who may be employed by the parties or their attorneys to perform services incidental to this proceeding will be bound only to the extent that the parties or their attorneys make it a condition of employment or obtain agreements from such individuals, in accordance with the provisions of paragraph 4.

- Parties are defined as including individuals, officers of corporations, partners of partnerships, and management employees of any type of business organization.
- Attorneys for parties are defined as including in-house counsel and outside counsel, including support staff operating under counsel's direction, such as paralegals or legal assistants, secretaries, and any other employees or independent contractors operating under counsel's instruction.

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- **Independent experts or consultants** include individuals retained by a party for purposes related to prosecution or defense of the proceeding but who are not otherwise employees of either the party or its attorneys.
- Non-party witnesses include any individuals to be deposed during discovery or trial, whether willingly or under subpoena issued by a court of competent jurisdiction over the witness.

Parties and their attorneys shall have access to information designated as confidential or highly confidential, subject to any agreed exceptions.

Outside counsel, but not in-house counsel, shall have access to information designated as trade secret/commercially sensitive.

Independent experts or consultants, non-party witnesses, and any other individual not otherwise specifically covered by the terms of this order may be afforded access to confidential or highly confidential information in accordance with the terms that follow in paragraph 4. Further, independent experts or consultants may have access to trade secret/commercially sensitive information if such access is agreed to by the parties or ordered by the Board, in accordance with the terms that follow in paragraph 4 and 5.

### 4) Disclosure to Any Individual.

Prior to disclosure of protected information by any party or its attorney to any individual not already provided access to such information by the terms of this order, the individual shall be informed of the existence of this order and provided with a copy to read. The individual will then be required to certify in writing that the order has been read and understood and that the terms shall be binding on the individual. No individual shall receive any protected information until the party or attorney proposing to disclose the information has received the signed certification from the individual. A form for such certification is attached to this order. The party or attorney receiving the completed form shall retain the original.

### 5) Disclosure to Independent Experts or Consultants.

In addition to meeting the requirements of paragraph 4, any party or attorney proposing to share disclosed information with an independent expert or consultant must also notify the party which designated the information as protected. Notification must be personally served or forwarded by certified mail, return receipt requested, and shall provide notice of the name, address, occupation and professional background of the expert or independent consultant.

The party or its attorney receiving the notice shall have ten (10) business days to object to disclosure to the expert or independent consultant. If objection is made, then the parties must negotiate the issue before raising the issue before the Board. If the parties are unable to settle their dispute, then it shall be the obligation of the party or attorney proposing disclosure to bring the matter before the Board with an explanation of the need for disclosure and a report on the efforts the parties have made to settle their dispute. The party objecting to disclosure will be expected to respond with its arguments against

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disclosure or its objections will be deemed waived.

### 6) Responses to Written Discovery.

Responses to interrogatories under Federal Rule 33 and requests for admissions under Federal Rule 36, and which the responding party reasonably believes to contain protected information shall be prominently stamped or marked with the appropriate designation from paragraph 1. Any inadvertent disclosure without appropriate designation shall be remedied as soon as the disclosing party learns of its error, by informing all adverse parties, in writing, of the error. The parties should inform the Board only if necessary because of the filing of protected information not in accordance with the provisions of paragraph 12.

### 7) Production of Documents.

If a party responds to requests for production under Federal Rule 34 by making copies and forwarding the copies to the inquiring party, then the copies shall be prominently stamped or marked, as necessary, with the appropriate designation from paragraph 1. If the responding party makes documents available for inspection and copying by the inquiring party, all documents shall be considered protected during the course of inspection. After the inquiring party informs the responding party what documents are to be copied, the responding party will be responsible for prominently stamping or marking the copies with the appropriate designation from paragraph 1. Any inadvertent disclosure without appropriate designation shall be remedied as soon as the disclosing party learns of its error, by informing all adverse parties, in writing, of the error. The parties should inform the Board only if necessary because of the filling of protected information not in accordance with the provisions of paragraph 12.

### 8) Depositions.

Protected documents produced during a discovery deposition, or offered into evidence during a testimony deposition shall be orally noted as such by the producing or offering party at the outset of any discussion of the document or information contained in the document. In addition, the documents must be prominently stamped or marked with the appropriate designation.

During discussion of any non-documentary protected information, the interested party shall make oral note of the protected nature of the information.

The transcript of any deposition and all exhibits or attachments shall be considered protected for 30 days following the date of service of the transcript by the party that took the deposition. During that 30-day period, either party may designate the portions of the transcript, and any specific exhibits or attachments, that are to be treated as protected, by electing the appropriate designation from paragraph 1. Appropriate stampings or markings should be made during this time. If no such designations are made, then the entire transcript and exhibits will be considered unprotected.

### 9) Filing Notices of Reliance.

When a party or its attorney files a notice of reliance during the party's testimony period,

Letterhead 1

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the party or attorney is bound to honor designations made by the adverse party or attorney, or non-party witness, who disclosed the information, so as to maintain the protected status of the information.

### 10) Briefs.

When filing briefs, memoranda, or declarations in support of a motion, or briefs at final hearing, the portions of these filings that discuss protected information, whether information of the filing party, or any adverse party, or any non-party witness, should be redacted. The rule of reasonableness for redaction is discussed in paragraph 12 of this order.

### 11) Handling of Protected Information.

Disclosure of information protected under the terms of this order is intended only to facilitate the prosecution or defense of this case. The recipient of any protected information disclosed in accordance with the terms of this order is obligated to maintain the confidentiality of the information and shall exercise reasonable care in handling, storing, using or disseminating the information.

### 12) Redaction; Filing Material With the Board.

When a party or attorney must file protected information with the Board, or a brief that discusses such information, the protected information or portion of the brief discussing the same should be redacted from the remainder. A rule of reasonableness should dictate how redaction is effected.

Redaction can entail merely covering a portion of a page of material when it is copied in anticipation of filing but can also entail the more extreme measure of simply filing the entire page under seal as one that contains primarily confidential material. If only a sentence or short paragraph of a page of material is confidential, covering that material when the page is copied would be appropriate. In contrast, if most of the material on the page is confidential, then filing the entire page under seal would be more reasonable, even if some small quantity of non-confidential material is then withheld from the public record. Likewise, when a multi-page document is in issue, reasonableness would dictate that redaction of the portions or pages containing confidential material be effected when only some small number of pages contain such material. In contrast, if almost every page of the document contains some confidential material, it may be more reasonable to simply submit the entire document under seal. Occasions when a whole document or brief must be submitted under seal should be very rare.

Protected information, and pleadings, briefs or memoranda that reproduce, discuss or paraphrase such information, shall be filed with the Board under seal. The envelopes or containers shall be prominently stamped or marked with a legend in substantially the following form:

### CONFIDENTIAL

This envelope contains documents or information that are subject to a protective order or agreement. The confidentiality of the material is to be maintained and the envelope is

Letterheadi

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not to be opened, or the contents revealed to any individual, except by order of the Board.

### 13) Acceptance of Information; Inadvertent Disclosure.

Acceptance by a party or its attorney of information disclosed under designation as protected shall not constitute an admission that the information is, in fact, entitled to protection. Inadvertent disclosure of information which the disclosing party intended to designate as protected shall not constitute waiver of any right to claim the information as protected upon discovery of the error.

### 14) Challenges to Designations of Information as Protected.

If the parties or their attorneys disagree as to whether certain information should be protected, they are obligated to negotiate in good faith regarding the designation by the disclosing party. If the parties are unable to resolve their differences, the party challenging the designation may make a motion before the Board seeking a determination of the status of the information.

A challenge to the designation of information as protected must be made substantially contemporaneous with the designation, or as soon as practicable after the basis for challenge is known. When a challenge is made long after a designation of information as protected, the challenging party will be expected to show why it could not have made the challenge at an earlier time.

The party designating information as protected will, when its designation is timely challenged, bear the ultimate burden of proving that the information should be protected.

### 15) Board's Jurisdiction; Handling of Materials After Termination.

The Board's jurisdiction over the parties and their attorneys ends when this proceeding is terminated. A proceeding is terminated only after a final order is entered and either all appellate proceedings have been resolved or the time for filing an appeal has passed without filing of any appeal.

The parties may agree that archival copies of evidence and briefs may be retained, subject to compliance with agreed safeguards. Otherwise, within 30 days after the final termination of this proceeding, the parties and their attorneys shall return to each disclosing party the protected information disclosed during the proceeding, and shall include any briefs, memoranda, summaries, and the like, which discuss or in any way refer to such information. In the alternative, the disclosing party or its attorney may make a written request that such materials be destroyed rather than returned.

### 16) Other Rights of the Parties and Attorneys.

This order shall not preclude the parties or their attorneys from making any applicable claims of privilege during discovery or at trial. Nor shall the order preclude the filing of any motion with the Board for relief from a particular provision of this order or for additional protections not provided by this order.

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Letterhead1

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By Agreement of the Following, effective

18th November 200-

DUSAN L. RUZBASAV, [print or type name and title of

CORPORATE COUNSE

indjyjdual signjag for defendant]

[print or type riame and law firm

attorney for defendant]

John of type name and law firm of attorney for plaintiff.

Joyce M. Fevaro

print or type name and title of individual signing for plaintiff

Pennie + Edmonds LLP Attorney for Opposer Virgin Enterprises Limited

By Order of the Board, effective

[print or type name and title of Board attorney or judge imposing order]

# Virgin Atlantic Airways National Print Budget Summary

					Creative
<b>Publication</b>	Insertion Date	Positioning	Size	Net Rate	Rotation
American Lawyer	2/1/01	"TOC"	SP4C	\$4,000.00	Mass-991808
,	3/1/01	"2nd Spread/TOC"	SP4C	\$4,000.00	Bar-991812
	4/1/01	"2nd Spread/TOC"	SP4C	\$4,000.00	Sleep-991810
	5/1/01	"2nd Spread/TOC"	SP4C	\$4,000.00	Shoe-991813
	6/1/01	"2nd Spread/TOC"	SP4C	\$4,000.00	Drive-991809
	7/1/01	"2nd Spread/TOC"	SP4C	\$4,000.00	Chair-991811
	8/1/01	"2nd Spread/TOC"	SP4C	\$4,000.00	Mass-991808
	9/1/01	"2nd Spread/TOC"	SP4C	\$4,000.00	Bar-991812
	10/1/01	"2nd Spread/TOC"	SP4C	\$4,000.00	Sleep-991810
Canceled	11/1/01	"2nd Spread/TOC"	SP4C	-\$4,000.00	Shoe-991813
Canceled	12/1/01	"2nd Spread/TOC"	SP4C	-\$4,000.00	Chair-991811
Canceled	1/1/02	"2nd Spread/TOC"	SP4C	-\$4,000.00	Drive-991809
Total Expenditure American Lawyer	erican Lawyer			\$36,000.00	
Total Recouped American Lawyer	ican Lawyer			-\$12,000.00	
Total Budgeted				\$48,000.00	
BTN	2/12/01	"Opposite London Profile"	P4C	\$14,441.00	Mass-991808
	2/26/01	"TBD"	P4C		Mass-991808

Total Budgeted Total Recouped BTN Total Expenditure BTN 10/22/01 8/27/01 8/13/01 7/30/01 7/16/01 6/25/01 6/11/01 5/28/01 4/30/01 4/23/01 3/12/01 3/12/01 3/26/01 4/9/01 "Opposite International" "Opposite UK edit" "Lead Best" "Cover 3" "Cover 2" "Cover 2" "Cover 2" "Premium" "Page 5" "Cover 3" "Page 9" "TBD" "TBD" "TBD" P4C P4C P4C P4C P4C P4C -\$14,441.00 \$216,615.00 \$14,441.00 \$14,441.00 -\$14,441.00 \$14,441.00 \$14,441.00 \$14,441.00 \$14,441.00 \$14,441.00 \$14,441.00 \$14,441.00 \$14,441.00 \$14,441.00 \$14,441.00 \$14,441.00 \$14,441.00 Mass-991808 Bar-991812 Sleep-991810 Drive-991809 Chair-991811 Mass-991808 Sleep-991810 Sleep-991810 Sleep-991810 Chair-991811 Chair-991811 Drive-991809 Drive-991809 Bar-991812 Bar-991812

Virgin Enterprises Ltd. v. Kay
Guitar Co.
Opposition No. 91154392
Opposer's Testimony Deposition
Exhibit No. 15 /0/24/61

# Virgin Atlantic Airways National Print Budget Summary

Total Budgeted	Total Recouped Conde Nast Traveler	+	Canceled		Canceled												Conde Nast Traveler	Total Budgeted	<b>Total Recouped Cigar Aficionado</b>	<b>Total Expenditure Cigar Aficionado</b>	Canceled					Cigar Aficionado
	Total Recouped Conde Nast Traveler	DECEMBER & JANUAR	led 1/1/02		led 12/1/01		11/1/01		10/1/01	9/1/01	8/1/01	7/1/01	6/1/01	5/1/01	4/1/01	3/1/01	r 2/1/01		gar Aficionado	Cigar Aficionado	ed January/February 2002	November/December	September/October	July/August	May/June	March/April
		SHORT RATE	"Word of Mouth"		"Word of Mouth"		"Stop Press"		"Following Editor's Letter"	"Following TOC"	"Between TOCs"	"Page 4 & 5"	"Cover 2, Page 1 or Page 8 & 9"	"Following Editor's Letter"	"Cover 2, Page 1"	"Following TOC (2)"	"Page 2 & 3"				"Prior TOC/1st Airline"	"Prior TOC/1st Airline"	"Prior TOC/1st Airline"	"Prior TOC/1st Airline"	"Prior TOC/1st Airline"	"Prior TOC/1st Airline"
			RHPs	2 Con	RHPs	2 Con	RHPs	2 Con	SP4C	SP4C	SP4C	SP4C	SP4C	SP4C	SP4C	SP4C	SP4C				SP4C	SP4C	SP4C	SP4C	SP4C	SP4C
\$1,053,529.10	-\$169,843.60	\$20,000.00	-\$84,921.80		-\$84,921.80		\$84,921.80		\$84,921.80	\$84,921.80	\$84,921.80	\$84,921.80	\$84,921.80	\$84,921.80	\$84,921.80	\$106,139.50	\$84,921.80	\$179,760.00	-\$29,960.00	\$149,800.00	-\$29,960.00	\$29,960.00	\$29,960.00	\$29,960.00	\$29,960.00	\$29,960.00
		\$10,000 per insertion	Boxers-992302	Pants-992301,	Boxers-992302	Pants-992301,	Boxers-992302	Pants-992301,	Sleep-991810	Bar-991812	Mass-991808	Bar-991812	Drive-991809	Shoe-991813	Sleep-991810	Bar-991812	Mass-991808				Chair-991811	Shoe-991813	Drive-991809	Bar-991812	Sleep-991810	Mass-991808
							\$13,249.80																			
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National Print Schart 10259/27/02

### Virgin Atlantic Airways National Print Budget Summary

Forthes	2/19/01	"Following Follow Thru"	SP4C	\$89,730.00	Mass-991808	
	3/5/01	"Facts & Comments"	SP4C	\$44,865.00	Bar-991812	
	3/19/01	"Cover Story"	SP4C	\$89,730.00	Sleep-991810	
	4/16/01	"Cover Story"	SP4C	\$44,865.00	Shoe-991813	
	5/14/01	"Main Editorial"	SP4C	\$89,730.00	Drive-991809	
	6/11/01	"Following Follow Thru"	SP4C	\$89,730.00	Drive-991809	
	7/9/01	"Cover Story"	SP4C	\$44,865.00	Chair-991811	
	7/23/01	"4th Spread"	SP4C	\$89,730.00	Mass-991808	
	8/6/01	"4th Spread"	SP4C	\$44,865.00	Bar-991812	
	8/27/01	"5th Spread"	SP4C	\$44,865.00	Shoe-991813	
	9/17/01	"Facts & Comments"	SP4C	\$89,730.00	Chair-991811	
Canceled	10/8/01	"Cover Story"	SP4C	-\$44,865.00	Drive-991809	
Delegae	10/29/01	"Cover Story"	SP4C	-\$89,730.00	Bar-991812	
palacua;	11/12/01	"Facts & Comments"	SP4C	-\$44,865.00	Chair-991811	
Canceled	12/10/01	"Facts & Comments"	SP4C	-\$67,298.00	Mass-991808	
Total Expenditure Forbes				\$762,705.00		
Total Recommed Forbes				-\$246,758.00		
Total Budgeted				\$1,009,463.00		
ou special	2/19/01	"Within Cover Story"	SP4C	\$108,892.00	Mass-991808	
olule o	3/5/01	"Prior TOC"	SP4C	\$108,892.00	Sleep-991810	
	4/16/01	"Within Cover Story"	SP4C	\$108,892.00	Bar-991812	
	5/14/01	"Within Feature Edit"	SP4C	\$108,892.00	Chair-991811	
	6/11/01	"Prior TOC"	SP4C	\$108,892.00	Shoe-991813	
	6/25/01	"Within Cover Story"	SP4C	\$0.00	Mass-991808	
	7/23/01	"Within Cover Story"	SP4C	\$0.00	Drive-991809	
	9/3/01	"First Half of Book"	SP4C	\$0.00	Shoe-991813	
	9/17/01	"Within Cover Story"	SP4C	\$0.00	Chair-991811	
Total Expenditure Fortune	9			\$544,460.00		
Total Budgeted				\$544,460.00		

### National Print Budget Summary Virgin Atlantic Airways

			( )		000100
	2/1/01	"3rd or 5th Spread"	SP4C	\$82,344.00	Mass-991808
	3/1/01	"2nd Spread"	SP4C	\$82,344.00	Bar-991812
	4/1/01	"5th Spread"	SP4C	\$82,344.00	Bar-991812
	5/1/01	"Between TOCs"	SP4C	\$0.00	Shoe-991813
	6/1/01	"3rd Spread"	SP4C	\$82,344.00	Drive-991809
	7/1/01	"Between TOCs"	SP4C	\$82,344.00	Chair-991811
	9/1/01	"3rd Spread"	SP4C	\$82,344.00	Mass-991808
	10/1/01	"3rd Spread"	SP4C	\$0.00	Bar-991812
			2 Con		Pants-992301,
Canceled	11/1/01	"Get a Life"	RHPs	-\$82,344.00	Boxers-992302
			2 Con		Pants-992301,
Canceled	12/1/01	25 Best Small Business Consultant	RHPs	-\$54,895.99	Boxers-992302
			2 Con		Pants-992301,
Canceled	2/1/02	"TBD"	RHPs	\$0.00	Boxers-992302
			2 Con		Pants-992301,
Canceled	3/1/02	"TBD"	RHPs	\$0.00	Boxers-992302
Total Expenditure FSB			:	\$494,064.00	
Total Recouped FSB				-\$137,239.99	
				\$631,303.99	
	2/1/01	"Page 2 & 3"	SP4C	\$104,467.99	Mass-991808
	3/1/01	"Within (The Digest)"	SP4C	\$104,467.99	Bar-991812
	4/1/01	"Within (The Masters)"	SP4C	\$104,467.99	Sleep-991810
	5/1/01	"Within First Pages"	SP4C	\$104,467.99	Shoe-991813
	6/1/01	"Within (US Open)"	SP4C	\$104,467.99	Chair-991811
	7/1/01	"Within (British Open)"	SP4C	\$104,467.99	Bar-991812
	8/1/01	"Within (PGA Champ)"	SP4C	\$104,467.99	Mass-991808
	9/1/01	"Within (Ryder Cup)"	SP4C	\$104,467.99	Bar-991812
	10/1/01	"Within (The Digest)"	SP4C	\$104,467.99	Sleep-991810
	11/1/01	"Within First Pages"	SP4C	\$104,467.99	Shoe-991813
			0,0	00 107 707	77070

SP4C SP4C SP4C SP4C SP4C SP4C SP4C

"Within (The Digest)"
"Within First Pages" "First Half of Book" "TBD"

10/1/01 11/1/01 12/1/01 1/1/02

Total Expenditure Golf Digest **Total Recouped Golf Digest** 

Total Budgeted

Canceled Canceled

Drive-991809 Chair-991811

-\$104,467.99 -\$104,467.99

\$1,044,679.90

-\$208,935.98 \$1,253,615.88

Hollismood Benorfer	1/29/01	"Either 5.7,9.11, or Back Cover"	P4C	\$5,022.00	Mass-991808
in the second second	2/12/01	_	P4C	\$5,022.00	Mass-991808
	2/20/01	_	P4C	\$5,175.00	Mass-991808
	3/5/01	_	P4C	\$5,022.00	Mass-991808
	3/19/01	_	P4C	\$5,022.00	Bar-991812
	3/26/01	_	P4C	\$5,022.00	Bar-991812
	3/27/01	_	P4C	\$5,175.00	Bar-991812
	4/17/01	_	P4C	\$5,175.00	Bar-991812
	5/4/01	_	P4C	\$5,175.00	Shoe-991813
	5/21/01	_	P4C	\$5,022.00	Shoe-991813
	6/12/01		P4C	\$5,175.00	Shoe-991813
	6/26/01	_	P4C	\$5,175.00	Drive-991809
	7/10/01	_	P4C	\$5,175.00	Drive-991809
Canceled prior to 9/11	7/13/01		P4C	\$5,175.00	Drive-991809
	7/24/01		P4C	\$5,175.00	Sleep-991810
	8/7/01		P4C	\$5,175.00	Sleep-991810
	8/20/01		P4C	\$5,022.00	Sleep-991810
Canceled	9/25/01	"Either 5,7,9,11, or Back Cover"	P4C	-\$5,044.00	Shoe-991813
Canceled	10/8/01	"Either 5,7,9,11, or Back Cover"	P4C	-\$5,022.00	Sleep-991810
Canceled	10/12/01	"Either 5,7,9,11, or Back Cover"	P4C	-\$5,175.00	Chair-991811
Canceled	10/30/01	"Either 5,7,9,11, or Back Cover"	P4C	-\$5,022.00	Chair-991811
Canceled	11/13/01	"Either 5,7,9,11, or Back Cover"	P4C	-\$5,175.00	Shoe-991813
Canceled	11/20/01	"Either 5,7,9,11, or Back Cover"	P4C	-\$5,175.00	Shoe-991813
Canceled	11/30/01	"Either 5,7,9,11, or Back Cover"	P4C	-\$5,175.00	Drive-991809
Canceled	12/4/01	"Either 5,7,9,11, or Back Cover"	P4C	-\$5,175.00	Drive-991809
Total Expanditure Hollywood Reporter	ood Reporter			\$81,729.00	
Total Recoined Hollywood Reporter	d Reporter			-\$40,963.00	
Total Budgeted				\$122,692.00	
lotal budgeted					

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### Virgin Atlantic Airways National Print Budget Summary

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Mass-991808	Bar-991812	Shoe-991813	Drive-991809				Mass-991808	Bar-991812	Sleep-991810	Shoe-991813	Chair-991811	Drive-991809				
\$90,000.00	\$90,000.00	\$90,000.00	\$90,000.00	\$360,000,00	\$360,000.00		\$46,104.00	\$46,104.00	\$46,104.00	\$46,104.00	\$46,104.00	-\$46,104.00	\$230,520.00	-\$46,104.00	\$276,624.00	
SP4C	SP4C	SP4C	SP4C			/	SP4C/	SP40	SP4¢	SP4d	SP4C	SP4C				
"Page 4 & 5"	"Page 8 & 9"	1	"Cover 2, Page 1"				"Page 6 & 7"	"Within (Play Away)"	"Page 6 & 7"	"Page 2 & 3"	"Cover 2, Page 1"	"TBD"				
2/1/01	3/1/01	5/1/01	8/1/01		1	/	March/April	/ May/June	July/August	September/October	November/December	_	L Golf	Golf		
Maxim				Total Expenditure Maxim	Total Budgeted		T&L Golf			\ \		Canceled	Total Expenditure T&L Golf	Total Recouped T&L		
				\	\	`	\ \	_	_		_	/	K	1		

AMEX

### Virgin Atlantic Airways National Print Budget Summary

The Economist	2/5/01	"Premium"	P4C	\$21,267.00	Mass-991808
	2/19/01	"Premium"	P4C	\$21,267.00	Mass-991808
	3/5/01	"Premium"	P4C	\$21,267.00	Sleep-991810
	3/19/01	"Premium"	P4C	\$21,267.00	Sleep-991810
	4/2/01	"Premium"	P4C	\$21,267.00	Bar-991812
	4/16/01	"Premium"	P4C	\$21,267.00	Bar-991812
	4/30/01	"Premium"	P4C	\$21,267.00	Chair-991811
	5/14/01	"Premium"	P4C	\$21,267.00	Shoe-991813
	5/28/01	"Premium"	P4C	\$21,267.00	Shoe-991813
	6/11/01	"Premium"	P4C	\$21,267.00	Drive-991809
	6/25/01	"Premium"	P4C	\$21,267.00	Chair-991811
	7/9/01	"Premium"	P4C	\$21,267.00	Drive-991809
	7/23/01	"Premium"	P4C	\$21,267.00	Mass-991808
	8/6/01	"Premium"	P4C	\$21,267.00	Mass-991808
	8/20/01	"Premium"	P4C	\$21,267.00	Sleep-991810
	9/3/01	"Premium"	P4C	\$21,267.00	Sleep-991810
	9/17/01	"Premium"	P4C	\$21,267.00	Bar-991812
Canceled	10/1/01	"Premium"	P4C	-\$21,267.00	Bar-991812
Canceled	10/15/01	"Premium"	P4C	-\$21,267.00	Chair-991811
Canceled	10/29/01	"Premium"	P4C	-\$21,267.00	Chair-991811
Canceled	11/12/01	"Premium"	P4C	-\$21,267.00	Shoe-991813
Canceled	11/26/01	"Premium"	P4C	-\$21,267.00	Shoe-991813
Canceled	12/10/01	"Premium"	P4C	-\$21,267.00	Drive-991809
Canceled	12/24/01	"Premium"	P4C	-\$21,267.00	Drive-991809
Total Expenditure The Economist	conomist			\$361,539.00	
Total Recouped The Economist	nomist			-\$148,869.00	
Total Budgeted				\$510,408.00	

### Confidential

### National Print Šchart 10259/27/02

### Virgin Atlantic Airways National Print Budget Summary

Time	2/5/01	"Within (TOC)"	P4C	\$100,460.00	Mass-991808
	2/19/01	"Within (People)"	P4C	\$100,460.00	Mass-991808
	3/5/01	"First Half of Book"	P4C	\$100,460.00	Sleep-991810
	3/19/01	"Within (American Scene)"	P4C	\$100,460.00	Sleep-991810
	4/2/01	"Within (Edit Well)"	P4C	\$100,460.00	Bar-991812
	4/16/01	"First Half of Book"	P4C	\$100,460.00	Bar-991812
	4/30/01	"Within (Edit Well)"	P4C	\$100,460.00	Chair-991811
	5/14/01	"Within (Edit Well)"	P4C	\$100,460.00	Shoe-991813
	5/28/01	"Cover 3"	P4C	\$100,460.00	Drive-991809
	6/11/01	"Within (TOC)"	P4C	\$100,460.00	Drive-991809
	6/25/01	"Within (Edit Well)"	P4C	\$100,460.00	Chair-991811
	7/9/01	"Within (People)"	P4C	\$100,460.00	Chair-991811
	7/23/01	"Within (American Scene)"	P4C	\$100,460.00	Mass-991808
Canceled prior to 9/11	8/6/01	canceled before 9/11	P4C	\$100,460.00	Mass-991808
	8/20/01	"Within (Edit Well)"	P4C	\$100,460.00	Sleep-991810
	9/3/01	"Cover 3"	P4C	\$100,460.00	Sleep-991810
	9/17/01	"First Half of Book"	P4C	\$100,460.00	Bar-991812
Canceled	10/1/01	"First Half of Book"	P4C	-\$100,460.00	Bar-991812
Canceled	10/15/01	"Within (American Scene)"	P4C	\$0.00	Drive-991809
Canceled prior to 9/11	10/29/01	"First Half of Book"	P4C	\$0.00	Drive-991809
Canceled	11/12/01	"Within (People)"	P4C	\$0.00	Shoe-991813
Canceled	11/26/01	"First Half of Book"	P4C	\$0.00	Shoe-991813
Canceled	12/10/01	"First Half of Book"	P4C	\$0.00	Chair-991811
Canceled	12/24/01	"First Half of Book"	P4C	\$0.00	Chair-991811
Total Expenditure Time				\$1,607,360.00	-
Total Recouped Time				-\$100,460.00	
Total Budgeted				\$1,808,280.00	

Voave	11/1/01	"TBD"	SP4C	\$118,218.00	TBD
Total Expenditure Vogue				\$118,218.00	
Total Budgeted				\$118,218.00	
Š	2/1/01	"Within (Men's Flash)"	SP4C	\$47,671.40	Mass-991808
	3/1/01	"Within (Men's Flash)"	SP4C	\$47,671.40	Bar-991812
	4/1/01	"Within (Men's Flash)"	SP4C	\$47,671.40	Bar-991812
*. *.	5/1/01	"Within (Month in Fashion)"	SP4C	\$47,671.40	Shoe-991813
	6/1/01	"Within (Gifts for Men)"	SP4C	\$47,671.40	Drive-991809
	7/1/01	"Within (Men's Portfolio)"	SP4C	\$47,671.40	Shoe-991813
	8/1/01	"Within (Men's Portfolio)"	SP4C	\$47,671.40	Mass-991808
	9/1/01	"Within (Men's Portfolio)"	SP4C	\$47,671.40	Bar-991812
	10/1/01	"Within (Beauty Book)"	SP4C	\$47,671.40	Sleep-991810
					Pants-992301,
	11/1/01	"Within (Pampered Women)"	Con RH	\$47,671.40	Boxers-992302
		•		, pri	Pants-992301,
Canceled	12/1/01	"Within (Gifts for Men)"	Con RH	-\$47,671.40	Boxers-992302
	•	امر مد امر امر		•	

National Print Schart 10259/27/02

"TBD"

1/1/02

Canceled

Con RH

-\$47,671.40

Pants-992301, Boxers-992302

### Virgin Atlantic Airways National Print Budget Summary

Total Expenditure W				\$476,714.00	
Total Recouned W				-\$95,342.80	
Total Budgeted				\$572,056.80	
	200	"tip:3/amoly/ority/OCT roing"	OP40	432 280 00	Mass.991808
Wine Spectator	1.0/87/7	PIIOL 1 OC/WINE/News/Euit	) } }	\$25,500.00	Mass-551000
	3/31/01	"Prior TOC/Wine/News/Edit"	SP4C	\$32,280.00	Sieep-991810
	4/30/01	"Prior TOC/Wine/News/Edit"	SP4C	\$32,280.00	Bar-991812
	5/15/01	"Prior TOC/Wine/News/Edit"	SP4C	\$32,280.00	Shoe-991813
	6/15/01	"Prior TOC/Wine/News/Edit"	SP4C	\$32,280.00	Drive-991809
	7/31/01	"Prior TOCAVine/News/Edit"	SP4C	\$32,280.00	Chair-991811
	101101	"Fibel/News/Edit"	SPAC	\$32.280.00	Mass-991808
	10/15/0	"FILE CONTROLL OF THE PROPERTY	0 0	#32 280 DO	Sleep-001810
	9/30/01	Prior I OC/Wine/News/Edit	074C	\$32,260.00	Siech-391010
	10/31/01	"Prior TOC/Wine/News/Edit"	SP4C	\$32,280.00	Bar-991812
Canceled	11/30/01	"Prior TOC/Wine/News/Edit"	SP4C	-\$32,280.00	Chair-991811
Canceled	12/31/01	"Prior TOC/Wine/News/Edit"	SP4C	-\$32,280.00	Shoe-991813
Canceled	1/1/02	"Prior TOC/Wine/News/Edit"	SP4C	-\$32,280.00	Drive-991809
Total Expenditure Wine Spectator	spectator			\$290,520.00	
Total Recommed Wine Spectator	ectator			-\$96,840.00	
Total Budgeted				\$387,360.00	
Mirad	2/1/01	"Between TOC"	SP4C	\$48.218.00	Mass-991808
Dalla	3/1/01	Called."	SP4C	\$48.218.00	Bar-991812
	4/1/01	"Between TOC"	SP4C	\$48,218,00	Sleep-991810
	10/1/2	"ביניסאנון"	SPAC	\$48 218 00	Shoe-991813
	9/1/01	"Mist Read"	SPAC	\$48 218 00	Drive-991809
	10/1/0	"oracijo"	OF IS	\$48.218.00 \$48.218.00	Mace-001808
	10/1//		ָ בְּיִלְ בְּיִלְ	440,410.00	Choir 001041
	8/1/01	"Cover 2, Page 1"	SP40	446,216.00	Cliail-991011
	9/1/01	"Gallery"	SP4C	\$48,218.00	Bar-991812
	10/1/01	"Between TOC"	SP4C	\$48,218.00	Sleep-991810
			2 Con		Pants-992301,
	11/1/01	"Eword"	RHPs	\$48,218.00	Boxers-992302
			2 Con		Pants-992301,
Canceled	12/1/01	"Must Read"	RHPs	-\$48,218.00	Boxers-992302
Canceled prior to 9/11	1/1/01	Canceled prior to 9/11	SP4C	\$48,218.00	
Total Expenditure Wired				\$482,180.00	
Total Recouped Wired				-\$48,218.00	
Total Budgeted				\$578,616.00	
	t.				
Total Expenditure				\$8,147,539.60	
Total Recouped				-\$1,395,975.37	
				,	
Total Budgeted				\$9,567,224.77	
	\$				

### Confidential

National Print Schart 10259/27/02

Virgin Atlantic Airways National Print Budget Summary Virgin Enterprises Ltd. v. Kay
Guitar Co.
Opposition No. 91154392
Opposer's Testimony Deposition
Exhibit No.

Yes. The price is right.

No. You're not seeing things.

Introducing Virgin Atlantic Airways. A unique airline that offers low fares

and full service to London from Newark International.

On our daily 747 service, your fare includes reserved seating, a free two-piece checked baggage allowance and delicious complimentary meals and snacks with free wine on all flights.

Our convenient 9:55 p.m. Newark departure time makes getting to the air-

port a breeze.

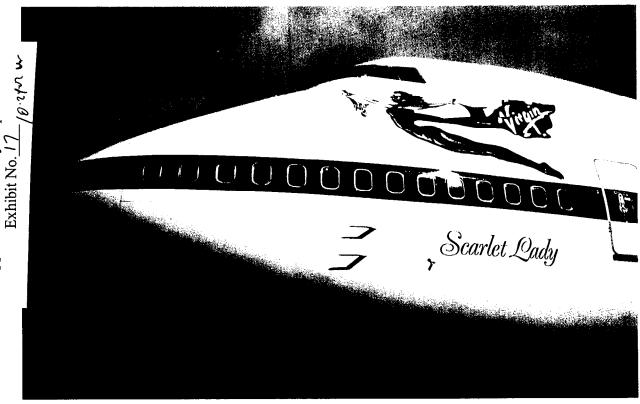
And as low as our fares are in coach, our service is as high in first class. This service is being exclusively catered by the world renowned Maxim's of Paris! And if that isn't enough, ask us about

our fabulous "2 for 1" special. Thru July 31, 1984.
For guaranteed reservations, just see your travel

agent, Ticketron or call Teletron at (212) 947-5850, (201) 343-4200. Or give us a call at (212) 242-1330 or (201) 624-6855. \*For travel completed by June 30, 1984, thereafter \$189.00.

VIRGIN ATLANTIC AIRWAYS. OUR FEATURES WILL SEND YOU FLYING.

# in Flies In



If you've found flying to London to be a boring experience, try spending your next flight on one of Virgin Atlantic's roomy 747s. From Newark, JFK or Miami.

You'll be treated to an experience of a different nature. One with award-winning entertainment. Three great meals to choose from. A complimentary amenities kit complete with stereo headphones. And, of course, our renowned British service.

And, if you happen to choose to fly on our Upper Class,<sup>™</sup> you'll enjoy the business class voted best in the world.\*

Complete with complimentary chauffeured sedan service. Fully reclining sleeper

seats. A truly gourmet menu with vintage wines. Even a personal Video Walkman with over

100 movies to choose from. We could go on and on.

But why bore you?

Opposer's Testimony Deposition

Guitar Co. Opposition No. 91154392

irgin Enterprises Ltd. v. Kay

Take us for all we've got.



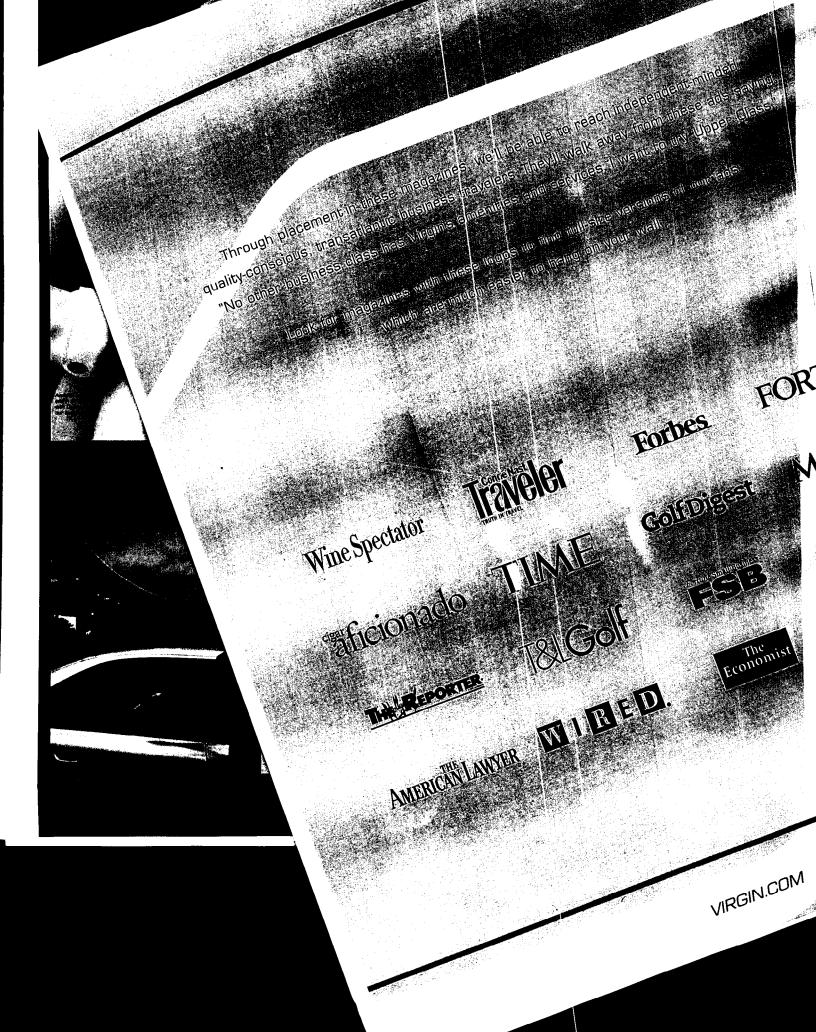


Since our inception, we've redefined airline travel and how passengers are treated. On new Upper Class® service is no exception. With a range of new innovations, our business class is raising the bar well above our competition, and it's time to show it of the service of the s

Inside you'll see our new national print campaign, proving that no airline does it like Virgin.

Virgin Enterprises Ltd. v. Kay
Guitar Co.
Opposition No. 91154392
Opposer's Testimony Deposition
Exhibit No.







# In 1969 We Asked College Kids Which Airline They Would Fly in 1989?

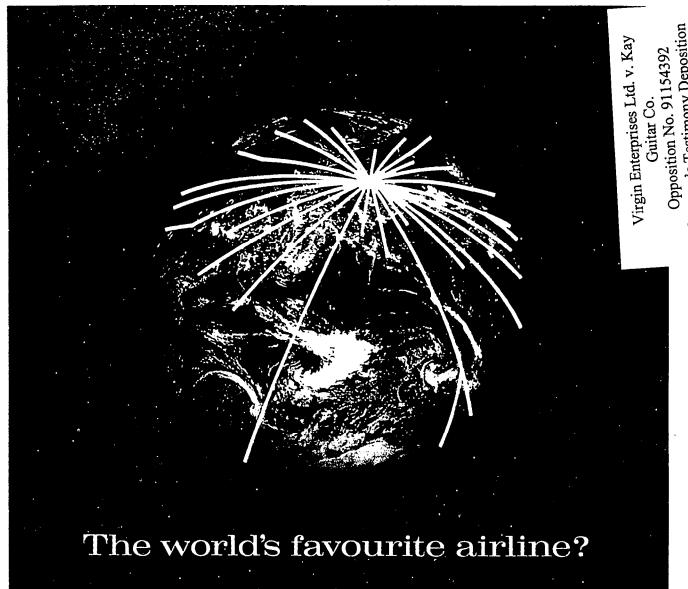
Virgin Enterprises Ltd. v. Kay

Guitar Co. Opposition No. 91154392 Opposer's Testimony D



Virgin Atlantic Airways. 747s To London.

Take us for all we've got.



### They must be on a different planet.

It's a brave airline that claims to be the world's favourite.

Now it seems the world has a different idea. For at the 1989 Executive Travel Airline of the Year Awards, Virgin Atlantic have emerged victorious.

Those most demanding and, dare one say, discerning of people, the readers of Executive Travel Magazine voted Virgin Atlantic, Best Transatlantic Carrier.

It's not just over the Atlantic that they hold sway.

For Virgin were also named Best Business Class
in the World, above airlines they admire such as
Singapore and Thai.

A choice that was quickly seconded by Business Traveller Magazine.

It's not hard to see why Virgin's Upper Class commands such respect.

### AIRLINE OF THE YEAR AWARDS 1989

VIRGIN ATLANTIC AIRWAYS EXECUTIVE TRAVEL MAGAZINE

Best Transatlantic Carrier Best Business Class in the World World's Best Inflight Entertainment

**BUSINESS TRAVELLER MAGAZINE** 

World's Best Business Class

Passengers enjoy a free chauffeur driven car' to and from the airport plus a free economy stand-

On the plane there are first class sleeper seats that, miraculously, you can actually sleep in and on-board bars and lounges.

And your own personal Sony Video Walkman with a choice of 100 films.

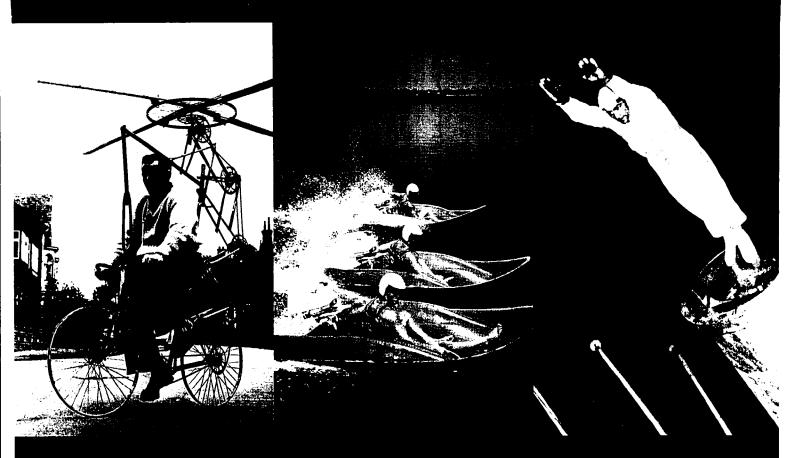
As you might expect from Virgin, this entertainment is truly award winning. It helped scoop a third major award. Best In-Flight Entertainment.

So the next time you want to travel across the world in style, you know who to favour.

For details call 0800 800 400 or for reservations 0293 551616, or see your travel agent.



\*First 40 miles with our compliments. \*Not available on Tokyo route



### FINALLY, A BETTER CONNECTION TO LONDON.

If you're traveling from Milwaukee to London, there's no better combination than Midwest Express and Virgin Atlantic Airways. Not only do you get to bypass Chicago's O'Hare, but you get to fly the airline that made Milwaukee famous — again. And once you make the easy connection at Boston's Logan Airport, Virgin's Best Transatlantic Carrier' treatment will be yours to the UK. No other airline provides the unabashed luxury of our Upper Class' for the price of a business class ticket. Or, the separate cabin and extra wide seats of our exclusive Premium Economy." Even in Economy, you'll be treated to a personal video screen right at your seat. So on your next trip to London, fly Midwest Express and Virgin, and we'll prove that two can be better than one. For more information and reservations call your travel agent 

MIDWEST EXPRESS AIRLINES

or Virgin at 800-862-8621.

virgin atlantic

Virgin Atlantic Airways offers all non-smoking flights to London's Heathrow from JFK, Newark, Los Angeles and San Francisco. To Gatwick from Boston, Miami, Orlando and Midwaukee [via Boston on Midwest Express]. And beginning May 1996, to Heathrow from Washington (Dulles) and to Manchester from Orlando. "Named by the readers of Executive Travel magazine."

Virgin Enterprises Ltd. v. Kay Guitar Co. Opposition No. 91154392 Opposer's Testimony Deposition Exhibit No. 20 10.04 Upper Class



### VIRGIN'S AIRPORT SHUTTLE.

We take care of you before you ever step foot on one of our planes. Because only Upper Class\* by Virgin Atlantic Airways offers complimentary chauffeured service to and from each airport. Your trip to London begins when our private sedan picks you up at your home or office. Then, after enjoying our award-winning Upper Class, you'll be greeted by a Range Rover that will take you to your ultimate destination. We provide the same service upon your return.

Wherever you're located, you'll be surprised by the lengths to which we'll go.

And remarkably, Upper Class costs no more than a business class ticket. So try Virgin's Upper Class and you'll find that even when you're not in the air, you're still under our wing. For more information and reservations call your travel agent or Virgin at 800-862-8621.

virgin atlantic

Virgin Atlantic Airways offers all non-smoking flights to London's Heathrow from JFK, Newark, Los Angeles and San Francisco. To Gatwick from Boston, Miami, Orlando and Milwaukee (via Boston on Midwest Express) And beginning May 1996, to Heathrow from Washington (Dulles) and to Manchester from Orlando



### DEFINITELY NOT A PLAIN RIDE.

At Virgin Atlantic Airways, we believe traveling to Europe should be anything but commonplace. That's why nothing about our service is plain. No matter what class of service you choose, you'll see why Virgin Atlantic has been named "Best Transatlantic Carrier". It years in a row by the readers of Executive Travel magazine. No other airline provides the unabashed luxury of our Upper Class for the price of a business class ticket. Or, the separate cabin and extra wide seats of our exclusive Premium Economy. Even in Economy, you'll be treated to a personal video screen right at your seat. So next time your travels take you to London, take off on Virgin Atlantic Airways and treat yourself to a plane ride that is anything but plain. For more information and reservations call your travel agent or Virgin at 800-862-8621.

### virgin atlantic

Virgin Atlantic Airways offers all non-smoking flights to Lundon's Heathrow from JFK, Newark, Los Angeles and San Francisco. To Gatwick from Boston, Miami, Orlando and Milwaukee (via Boston on Midwest Express). And beginning Spring 1996, to Heathrow from Washington (Dulles) and to Manchester from Orlando.

### Fly Upper Class to London and get a Handspring Treo.

Now you can ignore phone calls and e-mails on the same device.



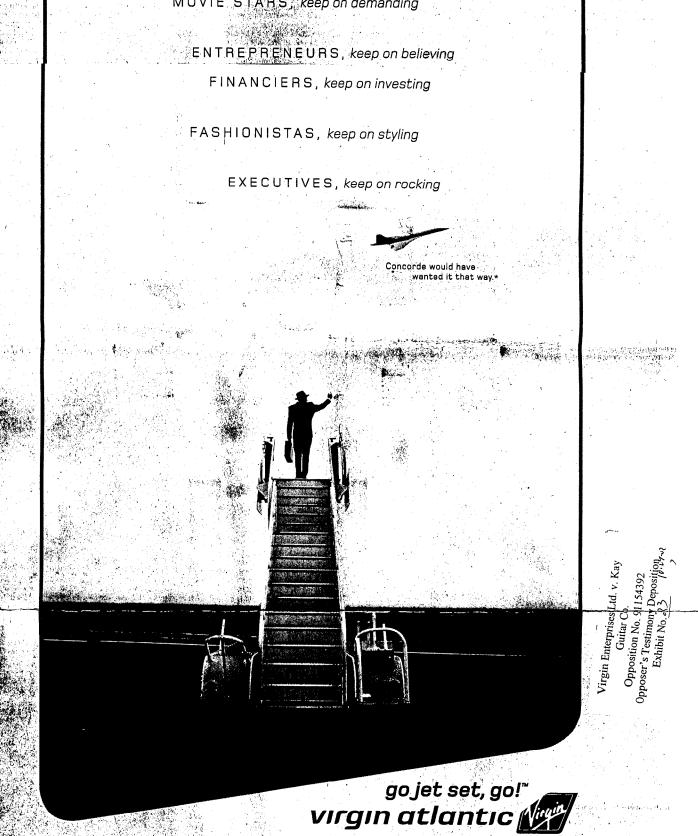
Virgin Enterprises Ltd. v. Kay
Guitar Co.
Opposition No. 91154392
Opposer's Testimony Deposition
Exhibit No. 22

One thing you can't ignore is this great offer from Virgin Atlantic Airways. Simply join *flying club* and pre-register at virgin.com/handspring. Then, when you fly round trip to London in Upper Class; our business class, you'll receive a gift certificate for a Handspring™ Treo™ 180, complete with GSM world phone, e-mail and wireless Web. And if you think your Treo can make a business trip easier, just wait 'til you fly Upper Class. Enjoy complimentary limo service to and from the airport, an in-flight massage¹ or catch some z's in our fully reclining, ergonomic sleeper seat. Just call 1-877-747-0123 for a reservation or contact your travel professional. As for your free Handspring Treo 180, it's just like being in the office. Heck, it even has a window.

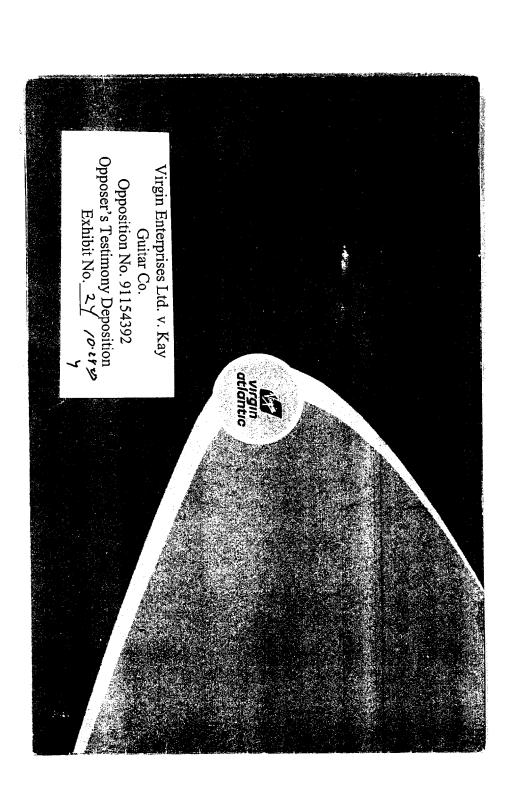


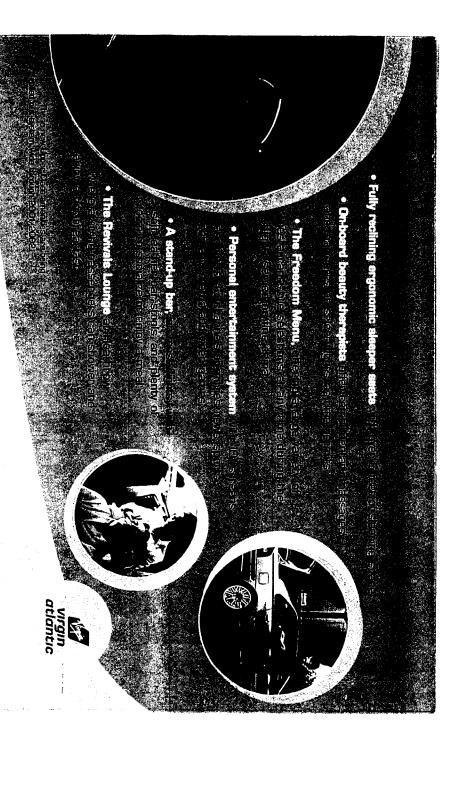
virgin atlantic Virgin

Open to US members of Virgin Atlantic's flying club. Offer valid for one round-trip Upper Class flight from any US Virgin gateway – New York (JFK & EWR), Boston, Washington (Dulles), Miami, Orlando, Los Angeles, San Francisco and Las Vegas to London. Travel must commence between 05/15/02 and 09/15/02. All travel must be completed by 09/30/02. Offer cannot be used in conjunction with any other promotional offer or special discount. Offer valid for new bookings only. Not redeemable for cash. 'Some Upper Class amenities available on select flights. Residents of CA and MA are responsible for any sales tax associated with redemption of gift certificate. One year service contract required for free Treo. Flights booked on Continental or ticketed on a Continental flight number, but operated by Virgin Atlantic do not qualify for this offer. Other restrictions apply. Please visit virgin.com/handspring for full terms and conditions. Handspring and Handspring Treo are registered trademarks of Handspring Incorporated. ©2002 Virgin Atlantic Airways



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With *flying club*, you'll also find plenty of places to spend your miles. We have from afrines to hotels, can rentals and phone companies. The benefits are almost or



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Use your American Express Land to purchase around trip Upper Class boken London; Join Wing club, our frequent fiver program represelved with Simply between now and \$/31/01 and send your beauting passes and discussional Virgin Atlantic to quality (see terms and conditors includerals) (I virginals) against great waturnity on Tass quick surses with

our business class, that continually rederines the we passengers are treated. A flight to London doesn't begin when you get at the life it begins well before that. We take care or you on the way to the appoint, in the ampoint, on the plane, and after you land 'Our bitiness class has been recessioned and the contents with some meakney amendors.

יים אינים ויים ויים אינים ויים וויים ו קומפי אינים אינים וויים 
els you bypass the lines in the terminal and rela lines while the chauffeur checks your bags and gets your boarding pass

and pre-departure lognes seature state of the art sustances (eclines of

Tickets on Virgin Adamic Alloweys and participatinges are reward pickets that miss be received with



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With worldwide acceptance and 24-hour customer service, the American Express Card is the perfect travel companion. So what are you waiting for? Take its a call today.

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<sup>11</sup>All rewards flights and some discounted fares do no

## MAGIN ATLANTIC TO LONDON WITH YOUR AMERICAN EXPRESS" CARD, BUY A ROUND TRIP UPPER CLASS TICKET ON AND YOU CAN PICK ONE OF THESE:



SO WHAT'S THE CATCH?



# "Best Transatlantic Airline of 2000."

- OAG Airline of the Year Awards

thank you very much.

Virgin Enterprises Ltd. v. Kay
Guitar Co.
Opposition No. 91154392
Opposer's Testimony Deposition
Exhibit No. 26



. . . .

virgin atlantic (

747 Belden Avenue, Norwalk, CT 06850

### More fun to London

### economy



Even Virgin Atlantic's Economy class offers more fun, comfort, and entertainment than any other airline to London.

- Personal video screen with up to 28 channels of free movies, games, and more
- Complimentary amenity kit

- Choice of three meals, including vegetarian
- For kids, a backpack filled with games, toys, and other fun activities

### virgin atlantic Vigin

Non-stop to London twice a week

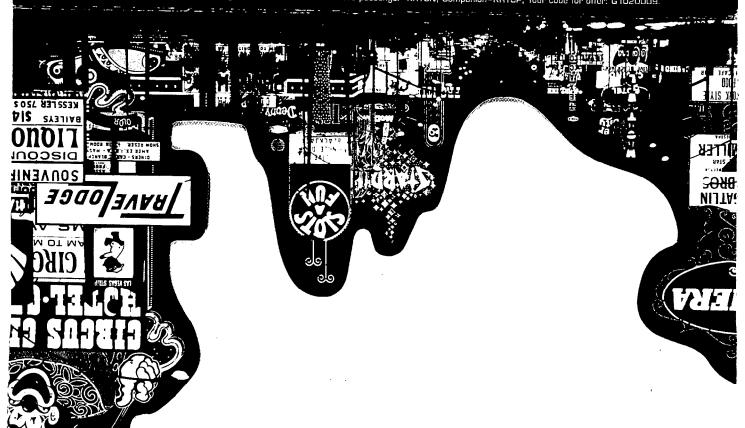
FOR RESERVATIONS AND DETAILS, CALL 1-800-862-8621 AND MENTION THE LAS VEGAS/GATWICK OFFERS.

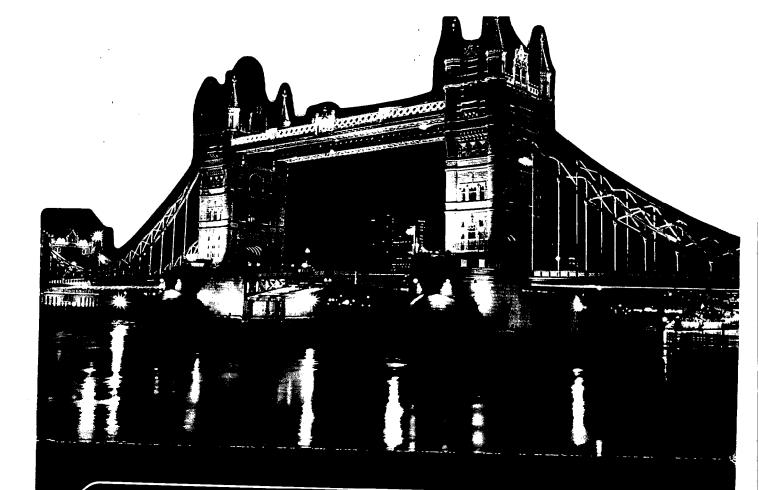
virgin.com • flying club 1-800-365-9500 • Virgin Atlantic Vacations<sup>™</sup> 1-888-YES-VIRGIN

\*Taxes and fees are approximately \$85 additional per passenger. Passengers must join flying club, our frequent flyin program, before flying. Valid for U.S. originating direct service from Las Vegas to Satwick with a full fune, round trip Upper Class to Ct. Valid for VG 19944 any, operating Thereday and Sandry. Behind on beyond points do not qualify. Tickets must be purchased by Obtaber 45, 2000. Trave must commence between new and Burders 61, 2000. Travel must be completed by November 10, 2000. Full payment and taketing for the entire journey must be made at twice of basking. No ability-behavior and decounts apply, however a child/senior may occupy the free seat. Passengers must travel tagether on both segments. No open returns permitted. Seats are capacity controlled. This offer cannot be used in conjunction with any other Virgin Adam to promothers of the enspecial discount. Miles for flying club can only be extred on travel functions to taket. Proexisting bookings are not eligible for this offer. Economy staket must be redeemed through flying club. Other notices are capacity travel. Agent booking instructions: Booking class: D; Fare basis: Full-fare passenger—DRTCN; Companion—DRTCP. Tour code for offer: G1020008.

Taxes and fees are approximately \$85 additional per passenger. Passengers must join flying club, our frequent flying program, before flying. Volid for U.S. originating direct service from Las Vegas to Gutusk with a full face, round to piece our form that the Volid of No. 13, 44 only, openating Thioday and Schools, Behad on beyond points do not qualify. Tickers must be purchased by Outcome 16, 2000. Travel must be completed by November 10, 2000. Full payment and textering for the unit regional, insulation between new and Outcome 31, 2000. Travel must be completed by November 10, 2000. Full payment and textering for the unit regional, must be made at the time of the booking. No eligible 10, 2000, discounts apply, however a chied/senior may obscurp the discounts and port instance of both segments. This offer cannot be audid no conjunction, with any other Verge Africatio promoted to the full revenue booking hosting bookings are not of gible for the offer Christiations and a O2000 Vision At antic Aloneys.

Travel Agent booking instructions: Booking class: K; Fare basis: Full fare passenger—KRTCN; Companion—KRTCP; Tour code for offer: G1020009.



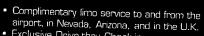


### Buy one, get one free\*

### upper class

Virgin Atlantic Airways is proud to introduce the only non-stop service from Las Vegas to London. And with a business class like our Upper Class, it's no wonder why industry critics praise our unique style and world-class services.

Now, when you purchase a round-trip Upper Class ticket from Las Vegas to London Gatwick and join flying club, our frequent flyer program, you'll receive a free round-trip Upper Class companion ticket. Plus, if you're a first-time flyer, you also earn enough miles for a free round-trip Economy ticket for future use. Travel must commence between now and October 31, 2000 to qualify. Here's what you'll



- Exclusive Drive-thru Check-in
- Pajamas, quilted duvet, and pillow
   Freedom Menu<sup>sm</sup> which lets you eat what you want, when you want
- Virgin Clubhouse at London Gatwick, offering free massages, manicures, haircuts, and a state-of-the-art business facility
- Predeparture lounge at McCarran Airport.
- As a flying club member, earn double miles each time you fly Upper Class

Buy one, get 50% off a companion ticket<sup>t</sup>

### premium economy

In our enhanced economy class, passengers enjoy the extra comforts that make every flight to London more enjoyable.

Now, when you purchase a round-trip Premium Economy $^{
m ss}$  ticket to London Gatwick and join flying club, you'll receive 50% off a round-trip Premium Economy companion ticket. Travel must commence between now and October 31, 2000. Here's what you'll enjoy in Premium Economy:

- Separate check-in and priority baggage handling
- Private, roomy cabin
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- Personal video screen at every seat
- Complimentary amenity kit, pre-take-off drinks, newspapers, and warm hand towels
- As a flying club member, earn mile for mile each time you fly Premium Economy



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### (Please print clearly)

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E-mail Address				
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City	v	State		Zip
Phone Number		Fax Nun	nber	
Company Name		Title		
Company Address				
City		State		Zip
Company Phone Number		Fax Num	ber	
1. Do you plan to travel to	London in the nex	t 12 months?	© Yes	□ No
2. If yes, will this travel be		☐ Leisure	□ Both	
3. How many times have	you traveled to Lor	ndon on busines:	s in the past tv	vo years?
□ Never	O 1-2		6-10 🗅 16	
4. Does your company ha	ve a travel policy?	🗆 Yes 🗅	No QN	I/A
5. When traveling to Lond	on, in which class	do you normally	fly?	
	Coach/Econo	my Busine	ess Fir	st Class
For Business	<u> </u>	О		0

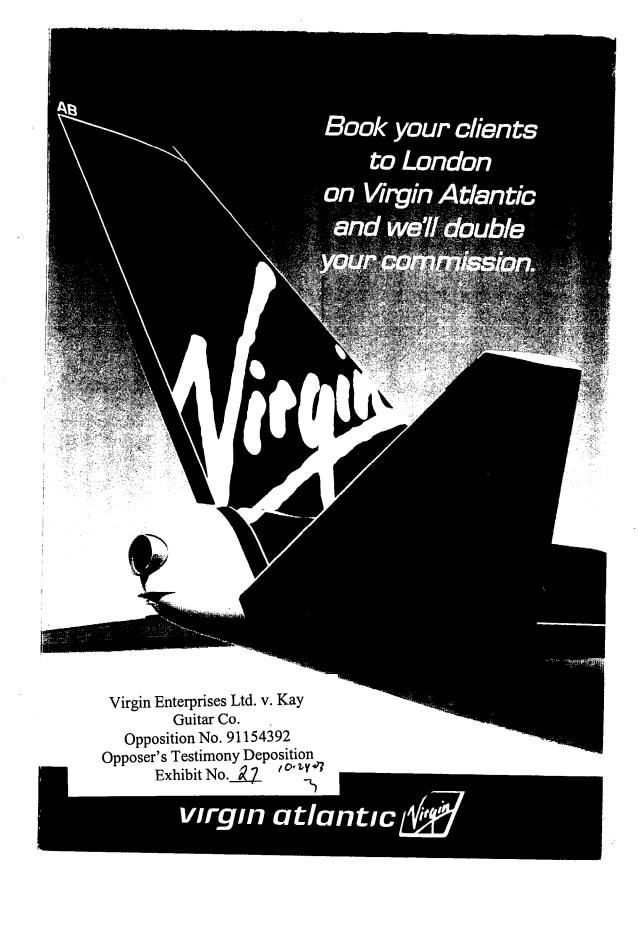
### Return this survey and receive Richard Branson's book for free!

To get a complimentary copy of Losing My Virginity, just complete and return this survey. Even if you can't take advantage of the enclosed offers you'll still receive Richard's book! Plus your information allows us to keep you informed of other offers that are relevant to the way you travel.

Once you've completed the survey, just wet the glue strip, fold the card in half, and drop it in the mail. Your free copy of *Losing My Virginity* will be at your doorstep in 6 to 8 weeks.



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## Through October 15, earn a 5% bonus commission\* and receive certificates for up to \$2,000 off when you book your clients to London on Virgin Atlantic Airways.

Book an Upper Class® or a Premium Economy™ ticket and your standard 5% commission becomes a 10% commission. In fact, for a limited time, for all three classes of service, the commissions are 10% across the board. On top of this, there are no caps. So we've not only made the math nice and simple, but we've also made earning money with us twice as easy.

CLASS OF SERVICE	STANDARD COMMISSION	BONUS COMMISSION	TOTAL COMMISSION
Upper Class	5%	5%	10%
Premium Economy	5%	5%	10%
Economy	10%	N/A	10%

Tucked neatly in this brochure are discount travel certificates which you may use at your discretion. Saving a client airfare is a great way to make a client for life.

CLASS OF SERVICE	DISCOUNT FOR FULL-FARE ROUND-TRIP TRAVEL	DISCOUNT FOR SALE-FARE ROUND-TRIP TRAVEL
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Premium Economy	\$100	N/A
Economy	\$50	\$25

Call 1-800-VIRGIN1 for more information or to receive more discount vouchers.

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Virgin Atlantic Reservations: 1-800-862-8621 Web site: virgin.com

<sup>\*</sup>Applies to Upper Class and Premium Economy only. Travel agents must use enclosed travel certificates to qualify for bonus commission.





### "Best Transatlantic Business Class"

- Condé Nast Traveler magazine, 2000

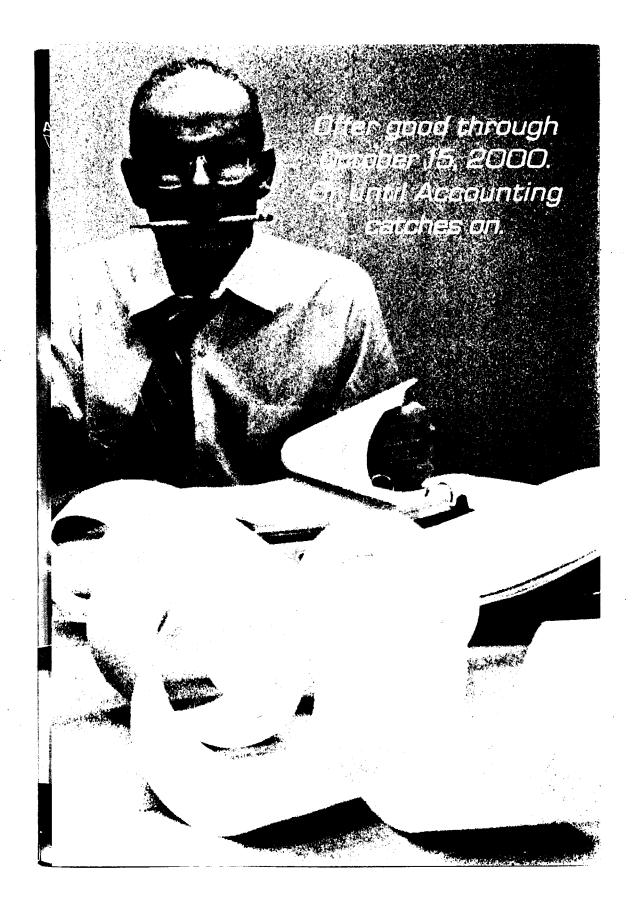
upper class "among the largest around." In their Seat Comfort/ Legroom category, travelers surveyed gave Virgin Atlantic Airways the "highest score in any transatlantic category." In addition, Virgin Atlantic's state-of-the-art personal audio-video system won "the highest score of any airline in the world" for the Onboard Amenities/Technology category.

Among our many ways to ensure your clients arrive in London rested and refreshed is to take the hassle out of getting to and from airports. Virgin is the only transatlantic carrier to offer business class passengers complimentary limo service on both sides of the Atlantic. In the U.S., we'll pick your clients up from anywhere within 20 states and the District of Columbia, and take them to the nearest Virgin Atlantic airport. On the other side of the Atlantic, passengers can get a complimentary limo to and from either Heathrow, Gatwick, or select regional airports.

With our exclusive Drive-thru Check-in, passengers can skip check-in lines completely. When the car arrives at the airport, an agent meets the passenger with baggage tags, a boarding pass and an invitation to our Clubhouse lounge. Here, passengers can catch up on business or simply relax until it's time to board.

- Complimentary limousine service to and from the airport on both sides of the Atlantic, and other transfer options in the U.K., as well as our exclusive Drive-thru Check-in
- Huge, reclining sleeper seats with 55" of legroom
- Qualified Beauty Therapist providing shoulder/neck massages, and manicures on select flights
- Personal armrest video screen with up to 28 channels of award-winning entertainment
- Pajamas on overnight flights with a quilted duvet, pillow, and eyeshades and Snooze Zone on select overnight flights
- Freedom Menu, allowing you to eat what you want, when you want
- Virgin Clubhouse at Heathrow, with amenities like the Virgin Touch® beauty salon, and state-of-the-art business facilities

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### "Best Transatlantic Airline of 2000"

- OAG Airline of the Year awards

**Premium** Premium Economy is the ideal way for business travelers to get the extra attention they deserve for a little more than an unrestricted full-fare Economy ticket. In Premium Economy, your clients will enjoy a generous range of unique Virgin features.



- Convenient, dedicated check-in and priority baggage handling
- A separate, private cabin
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- Personal video screens at every seat
- Complimentary pre-take-off drinks, newspapers, magazines, and warm towels

Even in Economy they'll enjoy up to 28 channels of video and audio entertainment on their own personal seat-back video screen. With a choice of Upper Class, Premium Economy or Economy, your clients can discover firsthand why Virgin Atlantic was voted "Best Transatlantic Carrier" for an unprecedented 13 years in a row by Travel Weekly magazine.



- Personal video screens at every seat with up to 28 video and audio channels featuring movies, TV shows, music, games, and more
- Free amenity kit
- Choice of three entrees, including a vegetarian selection
- Special services and amenities just for kids, such as our "K-iD" backpack filled with toys, games, and activities
- Complimentary ice cream

We couldn't decide on the perfect gift to entice you to fly Upper Class.

Virgin Enterprises Ltd. v. Kay
Guitar Co.
Opposition No. 91154392
Opposer's Testimony Deposition
Exhibit No. 27

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### So, we got you this card.



Receive a stored-value card from American Express worth \$500, good for a shopping spree at over 100 establishments in the U.S., when you fly Upper Class to London on Virgin.

Join Virgin Freeway and fly round-trip to London on a qualifying Virgin Atlantic Economy ticket\* between now and October 31, 1999, and receive:\*\*

 A stored-value card from American Express worth \$50 when you purchase your ticket with your American Express Card

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Virgin Atlantic's Economy class takes the work out of any business trip. You'll find our Economy service offers a combination of extra attention and unique amenities you simply won't find in any other economy class.

- Personal video screen at every seat, with up to 28 channels of entertainment
- A free amenity kit with stereo headphones, eyeshades, comfy socks, and more
- Free in-flight drinks and cocktails
- A choice of three entrees, including a vegetarian option
- Advance seat assignment at time of booking

Book your flight by calling Virgin Atlantic or your travel agent. Then enroll in Virgin Freeway before you fly by calling 1-888-747-7477, and mention the "Summer Economy" promotion.

\*Offer is valid for 14 day advance purchase or higher Economy faces only (Booking Class: Y or B). Offer excludes.

Fares (inly (Booking Class Y or b) Other excludes

Premium Economy<sup>56</sup> (Booking Class, W)

\* Existing Virgin Freeway members do not qualify

Complymentary round-trip ticket mast be redeemed on

Virgin Atlantic Airways by 4/30/00 for travel completed by

8/31/00. See back page for complete offer details.





The Persona<sup>™</sup> Select Card, from American Express, is a stored-value card that can be used at over 100 leading establishments in the United States. For a complete list, just call 1-800-259-9526 and select option 2, or visit

www.personaselect.com. Of course, your card will come with a complete list of the many places it's accepted, and details on how to use it.



Enroll in Virgin Freeway, our award-winning frequent flyer program, to take advantage of this offer. When you become a member, you'll receive exclusive benefits from American Express and their

Membership Rewards® Program, as well as double miles on every Upper Class flight you take from now on. These miles can be redeemed for rewards ranging from airline tickets and rental cars, to a week of luxury on Richard Branson's very own Necker Island. For more information, visit www.virginatlantic.com.



Use your American Express Card to get the most out of this special offer. With American Express, you're never alone in a foreign country with its worldwide network of over 1,700 travel service locations\* in over 130 countries ready to

assist you with travel arrangements, emergency American Express Cardmember services, and American Express Travelers Cheques. If you don't have the American Express Card, call 1-800-THE-CARD to apply. Or, visit www.americanexpress.com.

\*Not all services are evallable at all Travel Service locations, and are subject to local laws and cash evallability.

### TERMS AND CONDITIONS

- 1. To register for either the Upper Class or Economy offer, you must enroll in Virgin Freeway, Virgin Atlantic's frequent to register for either the upper class or Economy offer, you must enroll in Virgin Free flyer program, before flying. Existing Freeway members do not qualify for these offers. Travel must be completed by October 31,1999.

- PER CLASS OFFER

  The Upper Class offer is valid when you purchase a round-trip, full-fare Upper Class ticket to London on Virgin Atlantic U.S. gateways to a European city beyond from any U.S. gateway. Upper Class through fares from Virgin Atlantic U.S. gateways to a European city beyond London, and from any U.S. city to London, also qualify when there is no corporate travel program in place. For the Upper Class offer, the stored-value card worth \$500 will be mailed to you within 6-8 weeks after completion of your qualifying round-trip flight, and enough Freeway Miles for an Economy ticket to London will automatically be of your qualifying round-trip flight, and enough Freeway Miles for an Economy ticket with an American Express Card posted to your account. Passengers purchasing their qualifying Linger Class ticket with an American Express Card UPPER CLASS OFFER
- posted to your account. Passengers purchasing their qualifying Upper Class ticket with an American Express Card posted to your account. Passengers purchasing their qualifying Upper Class ticket with an American Express Card should send in their original boarding pass and ticket receipt to: Virgin Atlantic Airways, 25 Ford Road, Westport, CT CARRO, in order to receive coedif for their Economy companies ticket. The companies ticket must be added at the CARRO in order to receive coedif for their Economy companies ticket. OBBBO, in order to receive credit for their Economy companion ticket. The companion ticket must be redeemed at the same time as the free Economy ticket by April 30, 2000, for travel completed by August 31, 2000. The companion must travel with the Freeway member.

- The Economy Class offer is valid when you purchase a 14-day advance purchase or higher round-trip Economy class ticket to London (booked in Y or B class) on Virgin Atlantic from any U.S. gateway. (Premium Economy fares (booked in W class) do not qualify. Through fares do not qualify. ECONOMY CLASS OFFER
- in W class) do not qualify). Through fares do not qualify,
  For the Economy Class offer, the complimentary ticket appears as a free ticket credit, not miles, in the member's
  Freeway account and the ticket must be redeemed by April 30, 2000, for travel completed by August 31, 2000.
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  Freeway account and the ticket must be redeemed by April 30, 2000, for travel completed by August 31, 2000.
  Freeway account and the ticket must b worth \$50 will be mailed to them within 6-8 weeks after receipt.

  4. Flights booked on Continental Airlines or ticketed on a Continental flight number, but operated by Virgin Atlantic, do
- The earning and redemption of Freeway Miles are subject to the Consumer Terms and Conditions appearing in the
- The earning and recemption of receively inlies are subject to the Consumer terms and Conditions appearing in the Freeway Easy Reference Guide which will be forwarded to you upon enrollment in Virgin Freeway. Rewards are subject to availability and do not include any applicable taxes or duties of approximately \$85 payable by each passenger. Once booked, reward tickets cannot be amended and are non-refundable and non-exchangeable.
- The Economy ticket reward may be issued to a third party when authorized by the Freeway member in writing. Bookings made prior to this offer for use during this period cannot be exchanged or refunded for any ticket under
- This offer cannot be used in conjunction with any other Virgin Atlantic promotional offer or special discount.
- Valid for new U.S. Virgin Freeway members only.

  Valid for new U.S. Virgin Freeway members only.

  These offers are valid one time only during the promotion period between now and 10/31/99.
- If you fly one way in Upper Class and one way in Economy, you will qualify for the Economy offer. Use of stored-value card is subject to the terms and conditions accompanying the card.



### So, we got you this card.



Receive a stored-value card from American Express worth \$500, good for a shopping spree at over 100 establishments in the U.S., when you fly Upper Class to London on Virgin.

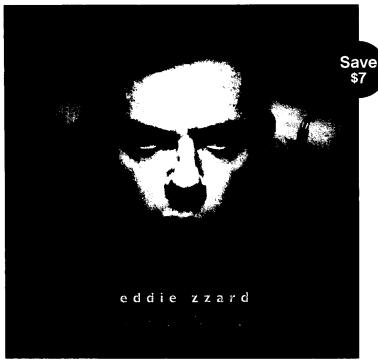


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3101). Subway: A, C, B, D, 1, 9 to 59th St-Columbus Circle. Sat 11 Oct 19. Sat, Sun 2, 4pm. \$10, children \$8. A crazy hairstylist and a sassy receptionist at a salon teach Jane the meaning of beauty when she runs into trou-ble with her "Ode to a Grecian Urn" Keats homework. Ages 8 and up.

Los Titeres de Cachiporra/ The Billy-Club Puppets

Los Kabayitos Children's Theater, CSV Cultural Center, 107 Suffolk St between Delancey and Rivington Sts (212-260-4080). Subway: F to Delancey St; J, M, Z to Delancey–Essex Sts. Fri 10–Nov 8. Fri 8pm, Sat 3pm. \$12, children \$10. The Society of the Educational Arts, NYC's Latino children's theater, presents a bilingual version of Federico Garcia Lorca's slightly surreal, Punch and Judystyle puppet play, which the poet and play-wright created with Manuel de Falla in the 1920s. Ages 9 and up.

Of Tricksters and Fools

Queens Theatre in the Park, Flushing Meadows, Corona Park, Queens (718-760-0064). Travel: 7 to Willets Point-Shea Stadium, then take the free trolley to the theater. Sat 11 2pm. Ed Reservations required. Lots of kids have heard of trickster Anansi; in this production, which combines music, movement and story, he's joined by Juan Bobo, another character shared by Puerto Rican, Caribbean and West African mythology. All ages.

The Priesto Show Good Shepherd School Auditorium, Isham St at Cooper St (212-567-5800). Subway: 1, 2 to 207th St. Fri 10 at 7:30pm. \$8, \$7 in advance. Father Jerry Jecewiz ("the conjuring clergyman") doesn't walk on water, but he will escape from a trunk, make Dudley the Wonder Duck disappear and cause a young lady to float, among other "mysteriosities."

Storytelling at the Playhouse

Provincetown Playhouse, 133 MacDougal St between 3rd and 4th Sts (212-998-5867). Subway: A, C, E, F, V, Grand St S to W 4th St. Sun 12 at 3pm. \$6, children free. Marilyn O'Conner's bambino puppet helps her tell "The King's Daughter Who Couldn't Get Enough Figs to Eat" and other Italian tales about the tricks people play on each other. She'll bounce between English and Italian, but we're sure that kids will understand it all. Ages 6 and up.

The Summer of the Swans Theatreworks, the Auditorium at Equitable, 787 Seventh Ave between 51st and 52nd Sts (212-627-7373). Subway: C, E, 1, 9 to 50th St; N, R, W to 49th St. Sat 11, Sun 12, Oct 25, 26 at 2pm. \$25, or ask about subscription series. Theatreworks turns the Betsy Bryars novel into a musical, with a tiny bit of help from Springsteen's "Born to Run." Ages 10 and up.

The Three Little Pigs in the Kung-Fu Wolf Caper

New York Botanical Garden, Arthur and Janet Ross Lecture Hall, Bronx River Pkwy at Fordham Rd, Bronx (Garden 718-817-8700, tickets 718-601-7399). Travel: B. D to Bedford Park Blvd or 4 to Bedford Park Blvd -Lehman College, then take the Bx26 bus; Metro-North to Botanical Garden, Mon 13 at 3pm. Free with grounds admission \$6, seniors \$3. students \$2. children \$1. under 2 free. The Bronx Art Ensemble, with the Bronx Stage and Film Company and Lehman College Children's Theatre mix Mother Goose with Charlie's Angels. Wow! Ages 3 and up.

Charlie's Angels. Wow! Ages 3 and up.

The Upside Down Boy
South Oxford Space, 138 South Oxford St
at Hanson Pl, Fort Greene, Brooklyn (718398-4024). Subway: G to Fulton St; M, N, R,
W to Pacific St; Q, 2, 3, 4, 5 to Allantic Ave.
Fri 10 at 7:30pm, Sat 11 at 2pm, S15,
seniors and students \$12. American Opera
Projects performs a family opera based on
the book by Ivan Felioe Herrera. All ayes. the book by Juan Felioe Herrera. All ages.

### Film

Saturday at the Movies: Dumbo Green-Wood Cemetery Chapel, 500 25th St at Fifth Ave, Greenwood, Brooklyn (718-857-4816 or www.gowanus.com). Subway: M, R, W to 25th St. Sat 11 at 3pm. \$5. Catch a Disney fave. Ages 4 and up

### Things to Do

Build a Sukkah

Brooklyn Children's Museum, 145 Brooklyn Ave at St. Mark's Ave, Crown Heights, Brook-lyn (718-735-4400). Subway: 3 to Kingston Ave. Tue 14-Thu 161-5pm, Free with admis-sion \$4. Sukkah means booth—in this case, the booths that people used to eat in during Sukkot to commemorate the huts that the Israelites lived in after they were booted out of Egypt. This week, kids can make model sukkahs and decorate a real one. They'll also learn how to say welcome in other languages. hunt for four species of sukkot in the museum galleries and plant their own date seeds. Ages 5 and up, with adult.

**Candy Camp** AIX, 2398 Broadway at 88th St (212-874-7400). Subway: 1, 9 to 81st St. First Saturday of each month 10am-11:30pm, \$40 per child; call to register. This might not be the most useful cooking class, but it's sure to be tempting. With AIX pastry chef Jehangir Mehta presiding, youngsters learn how to make cookies. candies, chocolates and such. Do you get to lick the bowl? Ages 4 and up, with adult.

Can You See What I See?

Scholastic Auditorium, 557 Broadway between Prince and Spring Sls (212-389-3800). Subway: N, R, W to Prince St: 6 to Spring St. Sat 11 at 2pm; signing at 3pm; 1833 Reservations suggested. Walter Wick gives a talk-demonstration. See photo, opposite.

Elmo Dance Party

Toys "R" Us Times Square, 1514 Broadway at 44th St (646-366-8800). Subway: A, C, E to

42nd St. Port Authority; N, Q, R, W, 42nd St S, 1, 2, 3, 9, 7 to 42nd St-Times Sq. Mon 13 at 10:30am. Till Your kid doesn't own a poodle skirt or saddle shoes? Improvise with 50s-style rolled-up jeans and a white T-shirt. That way, they'll look the part when Elmo and sidekicks teach them the hokeypokey and the limbo at this retro dance party. Kids can appear with the Sesame Street star via green-screen technology; tapes of the event will be available to take home. All ages.

Fall Foliage Festival Queens Wildlife Center, 53-51-111th St. Flush-ing Meadows Corona Park, Queens (718-271-7761). Subway: 7 to Willets Point Shea Stadium. Sat 11, Sun 12 11am-4:30pm. Free with admission: \$5, seniors \$1,25, children \$1,

under 3 free. Crafts activities and story-telling focus on red-gold leaves and other

seasonal stuff. All ages.
Family Sukkah Open House

Village Temple, 33 E 12th St between Fifth Av. and Broadway (www.villagetemple.org). Subway: L. N, Q, R, W, 4, 5, 6 to 14th St-Union Sq. San 12 11am-2pm. 1993 The downtown Reform temple offers holiday activities including Sukkot decorating, arts and crafts, and storytelling. All ages.

Hispanic Day Parade See Around Town, Sun 12. **Magical Castle of Now** 

6th &B Garden, 6th Stat Ave B (212-982-5673). Subway: F, V to Lower East Side-Second Ave Wed 15 at 10, 11am; rain date Oct 22. 11111 A pair of storytellers lets kids get in on the action. The event is for school groups, but

parents can bring kids, too. Pre-K to grade 5.

Making Music in the Electronic Age
Chelsea Art Muscum, 556 W 22nd St b Chesca Art Mustain, 350 W 22 ha 31 06-tween Tenth and Eleventh Aves (?12-867-0883). Subway: C. E to 23rd St. Sat 11, Oct 18 at 11 am, 1, 3pm. Free with admission: \$5, stu-dents free. The Electronic Music Foundation sponsors this demonstration of how computer music software and electronic instruments work. Audience members can play, too. Ages 6 and up, with adult.

Meet Frank Shane and His Rescue Dog Bank Street Bookstore, 610 W 112th St at Broadway (212-678-1654). Subway: 1, 9 to 110th St-Cathedral Pkuy Sat 11 at 1pm.

THE Frank Shane and his dog Nikie are featured in Donna M. Jackson's Hero Dogs: Courageous Canines in Action. Today, Shane shows kids training techniques he uses with Nikie, and Jackson reads from her book, Allages

Metamorphosis

Museum of Arts & Design, 40 W 53rd St between Fifth and Sixth Aves (212-591-1127). Subway: B, D, F, V to 47–50th Sts-Rockefeller Ctr; E, V to Fifth Ave-53rd St. Sun 122-4pm. Free with admission: \$8, students and seniors \$5, children free. The first of the fall's family workshops, which tap into the muse-um's "USDesign 1975-2000" exhibition, puts kids through the process of turning idea into object. Ages 6 and up, with adult.

Open House New York

Guides and maps are available free at participating sites in the five boroughs, plus at Center for Architecture, 538 La Guardia Pl between Bleecker and W 3rd Sts; for info and a list of sites, call 917-583-2398 or visit www.ohny.org Sat 11, Sun 12; hours vary by site; reservations required for some sites. Some 80 sites of architectural interest will fling their doors wide (or crack them an inch, at least). Some of these are normally closed to the public; a few will thrill kids; either way, it's a weekend for children to see architecture as art. Pick up a kids' kit that includes a special guide, maps and more, and head off for, among other spots, the John H. Harvey Fireboat (star of Maira Kalman's picture book), the Pratt Power Station and the private Terrapin Chelsea Art Gallery, where a waterfall trickles into a scale model of the Yangzte River, which flows through the living room into a pool in the garden. All ages

Pedal a Boat, Ride the Carousel, Etc. Prospect Park, enter at Ocean Ave and Lincoln Rd entrance, Brooklyn (718-595-2808). Sub way. Q. Franklin Ave Sto Prospect Park. Boats \$10 per hour (boat seats four), \$10 deposit. Carousel \$1. Audubon Center free \$x111-Thu 16 noon-5pm. Monday could be your last chance this year to go pedal boating on the park's lake. Bid adieu to summer (and discover an island?). The carousel and Audubon Center extend their hours this week for the Columbus Day holiday. All ages.



Open House New York: Pratt Power Station.

Los Títeres de Cachiporra (See Things to Watch, Shows) We're betting on this production of the García Lorca play.

**Open House New York** 

(See Things to Do) Be part of the in crowd—in a tunnel, in a power plant...

**Streamside Day Celebration** (See Things to Do) Be part of a bizarre afternoon-and a movie.

Your House, My House" (See Things to Do) All kinds of fascinating casas come to Brooklyn.

"The Butterfly Conservatory"

American Museum of Natural History, Central Park West at 79th St (212-769-5200). Subveys: B, C to 81st St-Museum of Natural History. Sun-Thu 10an-5-45pm; Fri, Sat 10an-5-45pm; Fri, May 21 Advised to the Natural History. 10am-8:45pm, Sat 11-May 31, Admission by timed reservation only (includes museum admission) \$19, students and seniors \$14, chiladmission) 51.9, students and seniors 51.4, cruden 510. Just as the butterflies leave the New York Botanical Garden, they show up here for another winter (what is this — a time share?). "Interact" with hundreds of the free-flying beauties in the steamy vivarium, a 60-footlong structure filled with the taped sounds of bowling and tweeting transies (pentures Kids howling and tweeting tropical creatures. Kids can see chrysalides hatch, watch butterflies sipnectar and learn butterfly facts. All ages.
Streamside Day Celebration

Streamside Knolls, Fishkill, NY (212-431-7165). Travel: Metro-North to Beacon, then take the free shuttle bus; for bus reservations, e-mail bus(a minettabrook.org Sat 11 2:30– 6pm; rain date Sun 12. 🖽 RSVP by phone or to rsep@minettabrook.org Here's the story: The year is 01, and as a village forms between thebanks of the Hudson and the forest, families move into new houses and gardens grow. That's the scenario of Pierre Huyghe's film "Streamside Day Follies," commissioned by the Dia Art Foundation, which will be at Dia from October 31. You can become part of the film by showing up today at Streamside Knolls, where kids will get animal costumes to wear, and young bike riders and skateboarders can join a parade of vehicles. The livingtheater-type event includes dinner, birthday cake and a wild pet parade; make animal cos tumes for your pooch onsite. All ages.

"Your House, My House"
Opening Weekend
Brooklyn Children's Museum, 145 Brooklyn Ave at St. Marks Ave, Crown Heights, Brooklyn (718-735-4400). Subway: 3 to Kingston Ave. Call about the free shuttle bus from Grand Army Plaza and the Brooklyn Museum of Art. Sat 11-Jan 11. Opening weekend Sat 11, Sun 12 noon-4:30pm. Free with admission: \$4. This new show gives kids a look at how shelter and environment relate. They can enter life-size models of a Mongolian herder's ger, a palm-leaf m'bure from Fiji and a stilt house from a Malaysian fishing village; city apartments and houseboats are some of the other dwelling types they'll get to know. This weekend's workshops illuminate the functions served by insect homes and the domestic customs of Fiji islanders. Ages 5 and up, with adult.

### Small talk

### **Casting calls**

### A Christmas Carol

Honey-voiced kids ages 7 and up who are brave enough to sing "A Silent Night" in public can try out for Tiny Tim and other parts in Madison Square Garden's A Christmas Carol.

Club Bar and Grill at Madison Square Garden, Seventh Ave at 32nd St (212-465-6773). Subway: A, C, E, 1, 2, 3, 9 to 34th St-Penn Station.

### **Kids Company**

Brooklyn-based Kids Company works with top choreographers like Twyla Tharp, Mark Morris and, this fall, David Dorfman. Auditions are

for 11- to 18-year-olds who really want to dance and aren't commitment-phobic.

Call 718-522-4696 for location and to register. Sat 11 3-5pm, Wed 15 4:30-6:30pm.

### **Thanksgiving Day Parade**

In honor of Bob Hope, Camp Broadway wants 100 teens to sing "When Hope Is There" in the Macy's Thanksgiving Day Parade. Kids picked for the job must join a five-day performing-arts program, for a cost of \$425. Nola Rehearsal Studios, 250 W 54th St between Sixth and Seventh Aves, 11th floor (212-575-2929). Subway: N, Q, R, W to 57th St. Sat 11 at 10am.

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### Appearing at Webster Hall on Oct 22.

This is one furious British band that's far from a joke. Their apocalyptic sound paved the way for metal and nu-metal movements that followed in their fury. Now Dave Grohl plays drums on this latest return of the original line-up. Listen to know why they should not be ignored this time around.



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### **ROUSING CONSTITUENCIES**

### CONSUMER GUIDE

by Robert Christgau

### **Pick Hits**

BUCK 65 Talkin'Honky Blues WEAimport



It's hip-hop, all right, only with vocals white as Hank Snow. As this Maritime yokel turned Paris sojourner likes to say, 'Street credibility—zero. Dirt road credibility—up the yin-yang.' That's despite a black presence in Halifax going back to the Underground Railroad—and also despite dense, bassy beatbeds built the old-fashioned way, from handmade scratches and anonymous samples tweaked and tortured. These nods to tradition are overshadowed by his gravelly murmur, his Jimmy Stewart accent, his single steady cadence, his guitars without a trace of funk—and above all by his independence of hip-hop orthodoxy. His art wouldn't exist without hip-hop and he knows it, but it's also bigger than hip-hop, and at some level he knows that too. Begins with a boast, ends with a gun, and in between come allegories and tall tales, travel vignettes, a romantic confession of uncommon delicacy and candor, detailed first-person portraits of a perfectionist bootblack and a 'toadhog with an old dog singin' slow songs tryin' to hold on." You say you want funny too? You got it. A

RANCID Indestructible Hellcat



The Clash invented punk politics, and got pretty complex about them. Rancid ran with punk politics, which in Berkeley were burned into the subculture as deep as the three-chord forcebeat. Their big ideas and deep convictions are about their scene, not their society, and they devote their warmest album ever to celebrating and justifying that scene, which they rightly see as global. Sure it would be nice if they put their all into offing Bush, but it would also be nice if the Democrats did. Instead, Rancid offer an inside look at a ready-made dissident voting bloc, toggling back and forth from defeated to defiant as they pursue their little happinesses. Wesley Clark is so smart I'm sure he can get this constituency to the polls.

### **BJÖRK** Greotest Hits Elektra

Vintage cabaret stylings in her native Ice-landic? Multiple live interpretations of compositions that were barely existent to begin with? Concerts digitized in DVD Vaseline like Matthew Barney's gonads? Old Sugarcubes best-of? I'm not saying they're bad, and I'd be a fool to take the time finding out, because I'm positive they're not for me. But some tribute seems fitting in this Year of the Björk, and this does the trick, with four winrs from the pretty good Homogenic, two highlights from the superb Vespertine, and a couple I should have noticed when I was panning Post-especially "Army of Me," triphopped for low-end organ massage by Nellee Hooper-as well as a couple I'm glad I didn't. Just the thing to make the discerning dilettante reinvestigate Homogenic. Though not enough to make him go find the one where she remixed every single song on Post. AMINUS

THE FEVER Pink on Pink Kemado

With lyrics that evolve from screeching hiccups through 'I'd walk on my hands far you" through 'Bridge and tunnel nights' through 'I'm down on my knees' '(played as cliché) to glam-garage claim on Sheila E.'s 'Glamorous Life,' I'wouldn't bet that this particular late-'70s/early-'80s rehab will lead anywhere deep. Nor would I expect that Geremy Jasper is now or ever will be Richard Hell. But for the duration of an EP, he's just the impos the perverse guitarist Sanchez Esquire

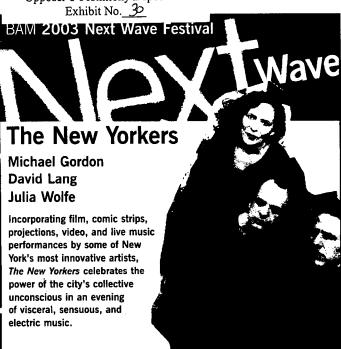
needs. Esq. doesn't have Robert Quine's chops, or even Ivan Julian's yet. But he shares the tonal irresponsibility, sly speed, and penchant for disruption that made them so hard to tell apart and so easy to love. AMNUS

### ARETHA FRANKLIN So Damn Happy Arista

No, not that "Ain't No Way," or that 'Everybody's Somebody's Fool" either. New ones, shorter on tune hence longer on voice—a musical correlative of the way she blurs the erotic-domestic details of the relationships the songs are about. Instead, her singing embodies relatedness itself: the experience of human proximity, of emotion expressed subject-to-object.

### **JEAN GRAE**The Bootleg of the Bootleg EP Babygrande

s with so many progressives, her ambi-Ation is more profound than her compassion. But this is a worse paradox in politicos than in musicians. Abdullah Ibrahim's American daughter knows she can outrhyme and outrap the competition, and she's mad as hell it hasn't made her famous yet. 'Liquid content may cause your faggots' frames to burst," she begins, unable to resist the proper use of 'faggot" (Webster's: 'a bundle of sticks") to ignite the incendiary metaphors that set off 'Hater's Anthem." Throughout the six official songs she's all rage, bile, and despair, 150 degrees from the bootstraps autobiography and positive shout-outs of her debut; throughout, her dense, explosive literacy gurTheater Dance Boo

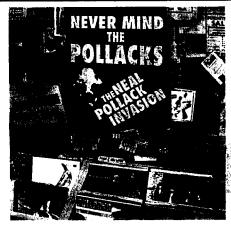


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### THE FIRE THEFT

### The Fire Theft

Jeremy Enigk, William Goldsmith and Nate Mendel have reunited to form THE FIRE THEFT, and Rykodisc is proud to present you with their epic, self-titled debut. Produced in Seattle and Los Angeles by Brad Wood (Smashing Pumpkins, Ben Lee, Liz Phair), The Fire Theft is a 13 song tour de force that frontman Jeremy Enigk thinks is his best recording to date. The Fire Theft is also making a highly-anticipated return to touring this Fall.

### BURNING SPEAR

### Freeman

Burning Spear, a.k.a. Winston Rodney, returns to the forefront of the roots reggae movement with his new studio album, FREE MAN, his first since taking home the Grammy in 2000 for Best Reggae Album. Having released over 35 albums in a career that has spanned over 3 decades, the man that hails from St. Ann's Jamaica, birthplace of Bob Marley, Marcus Garvey and Justin Hinds, shows no signs of slowing down as he plans to tour the world yet again in support of this, his first self-released, self-promoted studio album on the Burning Spear Label.



## Jean Grae

### **JEAN GRAE**The Bootleg Of

### The Bootleg Of

Arguably the most gifted and critically well received emcee in years past, Jean Grae is a startlingly fresh talent. Gritty and raw, yet intelligently artistic, Jean's debut LP "Attack of The Attacking Things" garnered widespread critical acctaim. This immediately solidified her place as not only an indie hip-hop icon but as one of today's most promising new artists. A rising media phenomenon, all eyes are on Jean with the Babygrande/Orcheszul release of, "The Bootleg of The Bootleg EP." Her much anticipated full length will follow in 2004. "The best-kept secret on New York's indie-hip-hop scene" - Rolling Stone

### **GUSTER**

### Keep It Together

Four years in the making, Keep It Together marks the return of popular modern rockers Guster, Now on a new label and produced by Ron Aniello (Lifehouse), Roger Moutenot (Yo La Tengo, Sleater/Kinney) and David Henry, Guster is set for a major breakout with Keep It Together, Guster became one of the most successful bands to hit the U.S. East Coast scene in the late 1990s. Through relentiess touring and humorous stage banter with the crowd, the band developed a strong grass-roots fan base which spread rapidly with a strong presence on the internet. The Boston trio developed a unique sound with two acoustic guitars and a bongo set, successfully defying the typical industry pigeonholing. They wrote short, infectiously catchy tunes about love, suicide and absurdist rock star lifestyles. All Music Guide - Arabella Clauson



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the years. Deeja Oneida, visual art other night east of **★Robert Gordo** Romweber Duo Shake Shacker Grafton + Slap Continental. 8p Marathon. See Fr Duo. Durable roo Gordon returns, a his '50s idols we recording career'

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certs leaping about on frog legs, hitching rides on ceiling fans and grappling with his mike stand as if it were a barbell. His vaudevillian grace—akin to a sexually frustrated Buster Kenton—provides a perfect comple-ment to the band's honky-tonk storm.

\*The Gossip + Young People + Pretty Girls Make Graves + Dance Disaster Movement +

Cobra High + Panthers Knitting Factory. 9pm; advance \$13, day of show \$15. See CMI Music Marathon highlights, page 143.

\*Emmylou Harris Carnegie Hall. 8pm, \$22–\$69. The only thing that puzzles us about Emmylou Harris's gorgeous new album, Stumble into Grace (None-such), is its title; we have a hard time imagining Harris stumbling in any sense, since she's grace personified. Tonight's show is her first ever headlining gig at Carnegie Hall; don't be surprised if the friends she booked in Zankel Hall last week (Steve Earle, Patti Griffin, Kate and Anna McGarrigle) drop by to lend a hand.

★Richie Hawtin + Josh Wink

Avalon. Time TBA, \$TBA. CMJ Music Marathon. See "Plastik surgery," page 92, for Richie Hawtin. See also Clubs for Josh Wink.

★Hella + The Magic Magicians + The Constantines + Young People +

Pianos, Noon, \$8. CMJ Music Marathon. See Fri 24 for Hella. See See CMJ Music

Damone + Squad Five-0 + Marjorie Fair

Irving Plaza. 7:30pm, \$12. CMJ Music Marathon. Hey Mercedes is post-emo royalty, as the band was started from the ashes of Braid (a band that was emo royalty—see how these things work?). The only people who would describe Damone as punk are the ones who'd use the term for Avril Lavigne, but those of us who enjoyed the Kelly Osbourne CD for the slice of fluffy adolescent power-pop that it was should delight in Da-mone's From the Attic

★Kaito + Earlimart + LaGuardia + Apollo Sunshine + Lake Trout + Jonny Lives

Jonny Lives
Mercury Lounge. 7pm, \$10. CMJ Music
Marathon. While we can confidently recommend Kaito and the rapidly improving local
band Jonny Lives, who could possibly last so
many hours in a Mercury Lounge crowded
with badge-toting college kids? Best to pick
between early or late: Jonny Lives and the elevated Britopo of the otherwise American
quintet Lake Trout, or the jagged guitar
melodies of Kaito and Earlimart.

\*\*Phoche Kreutz\*\* - Ray Shungel\*\*\*

\*Phoebe Kreutz + Rav Shmuel -Lach + Rachel Sage + Miwa + Dibs Sidewalk Café. 8pm. IIII Rav Shmuel is an acoustic-guitar-wielding Orthodox rabbi with a genial stage presence and a number of pretty, funny songs. Plus, the night we caught him, he shared a duet with rapper Timothy Dark and covered Radiohead!

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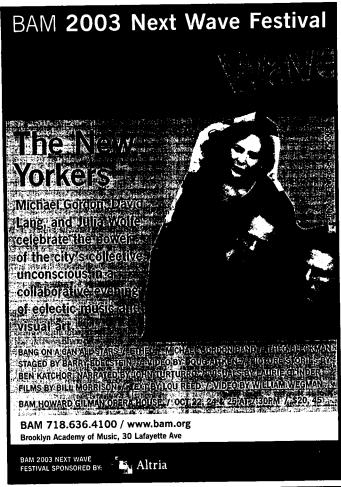
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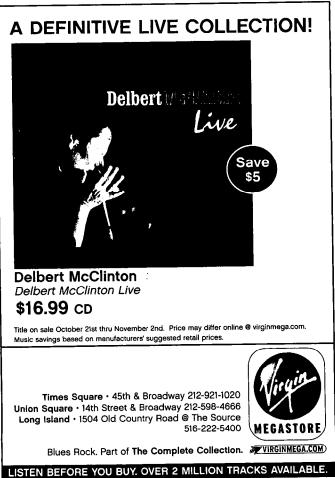


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Exhibit No. <u>20</u>



### Dedicated to your old mate Brian Matthew

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### INTRODUCTION

UITE SIMPLY the best decade for music, ever. And that is not because it has been fairly cool recently for younger fans to say so, nor because the likes of us oldsters openly weep as to how great it was. The fact is, it just was. You should have been there: British beat, American pop, Motown, Stax soul, San Francisco acid rock, sunshine pop, freakbeat, mod, ska, folk rock, fusion, heavy/prog rock, FM American radio, and the pirates, London and Caroline. Every single one of 'em, born and blossomed in the 60s. I rest my case.

The choice of entries for this book will satisfy most people. There will be a few complaining that so and so is left out. The book represents what I think are certain artists most popular decade. Certainly the Rolling Stones, Bob Dylan and others had massive success outside this decade. Ultimately it is the flavour of the sixties I am trying to conjure up. You will find the companion books Stage & Film Musicals and the Fifties will cover all the others. The Virgin Encyclopedia Of Sixties Music is one of a major series of books taken from the multi-volume Encyclopedia Of Popular Music. Other titles already available are:

The Virgin Encyclopedia Of Fifties Music
The Virgin Encyclopedia Of Seventies Music
The Virgin Encyclopedia Of Eighties Music
The Virgin Encyclopedia Of Nineties Music
The Virgin Encyclopedia Of Jazz
The Virgin Concise Encyclopedia Of Popular Music
The Virgin Encyclopedia Of Stage & Film Musicals
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The Virgin Encyclopedia Of The Blues
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The Virgin Encyclopedia Of Heavy Rock
The Virgin Encyclopedia Of Dance Music
The Virgin Encyclopedia Of Reggae

### ENTRY STYLE

All albums, EPs (extended play 45s), newspapers, magazines, television programmes, films and stage musicals are referred to in italics. All song titles appear in single quotes. We spell rock 'n' roll like this. There are two main reasons for spelling rock 'n' roll with 'n' as opposed to 'n'. First, historical precedent: when the term was first coined in the 50s, the popular spelling was 'n'. Second, the 'n' is not simply an abbreviation of 'and' (in which case 'n' would apply) but as a phonetic representation of n as a sound. The '', therefore, serve as inverted commas rather than as apostrophes. The further reading section at the end of each entry has been expanded to give

the reader a much wider choice of available books. These are not necessarily recommended titles but we have attempted to leave out any publication that has little or no merit.

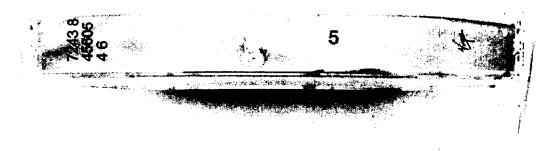
We have also started to add videos at the end of the entries, but have decided not to list DVDs, simply because there is not enough time. Again, this is an area that is expanding faster than we can easily cope with, but there are many items in the videography and the filmography. Release dates in keeping with albums attempt to show the release date in the country of origin. We have also tried to include both US and UK titles in the case of a title change.

### DATES OF BIRTH

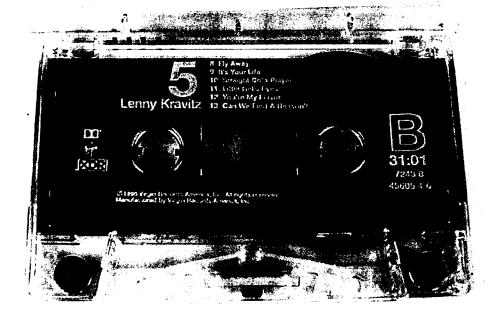
Occasionally we hear from an artist or manager asking us to change the date of birth, usually upwards, to make the artist younger. We have to reluctantly comply with this unless we have sighted birth registration details. We are constantly seeking accurate birth data, and confirmed corrections would be gratefully received.

### DISCOGRAPHY

In attempting to put the record label with albums I am very aware that most labels listed are either from the USA or the UK. These will continue to be our prime sources. We have attempted to list the label (and country) where the release was first issued. Because of the continuing CD revolution and the constant repackaging we have listed the most recent reissues. What we have not done is to list the latest label. That would be too much of a task. Once again please refer to the web site www.muze.com for both US and UK labels and catalogue numbers as well as track listings. This book is not meant to be a discographical tool; we are more concerned with the artist's music and career. For the majority of artists in this work, complete discographies have been compiled. However, on occasion, the discography section at the end of an entry is incomplete. This is not due to lack of effort on our behalf but simply to the fact that some artists have had such extensive careers that it is impossible to go back over numerous decades of files. From our experience, most record companies do not retain this detailed information. The aim of the discography is to allow the reader to investigate further the work of a particular artist. We have included, where possible, the regular albums together with the first year of release date in the known country of origin, which is generally in the USA or the UK. In many cases the delay in



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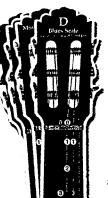
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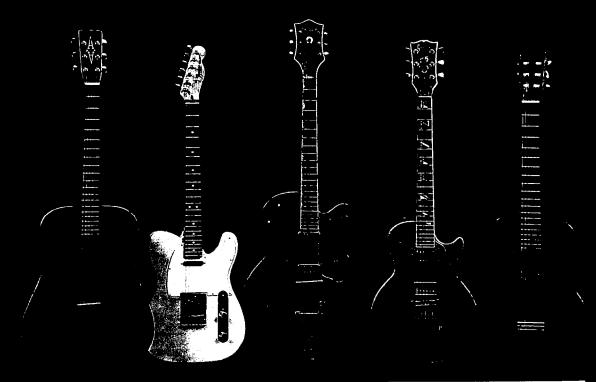


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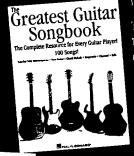
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Open Strings

**>>** 

**>>** 

**>>** 

REVEALED!









# Guitar Player

# Input/Output

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Guitarist Dan Auerbach talks about his penchant for cheap recording gear and his devotion to blues giant Junior Kimbrough. BY JIMMY LESLIE

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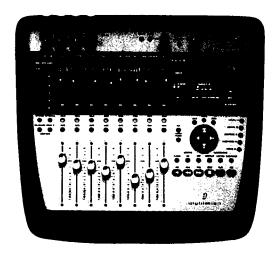
Two jazz giants team up with one of world music's brightest stars for an incendiary acoustic record. BY ANDY ELLIS

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Guitarists are the next big community of home recordists. (Heck, more than half of GP readers already own home studios!) So how is the industry addressing how we like to make tracks? Well, take a peek at six new, guitarist-friendly digital workstations, hip mics for all budgets, preamps for the bedroom studio, and the Pro Tools phenomenon. Bonus! Nine top producers share their guitar-tone ideologies.





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74 MASTER CLASS Lords of the Ring Learn how guitar heroes such as Eddie Van Halen, Chet

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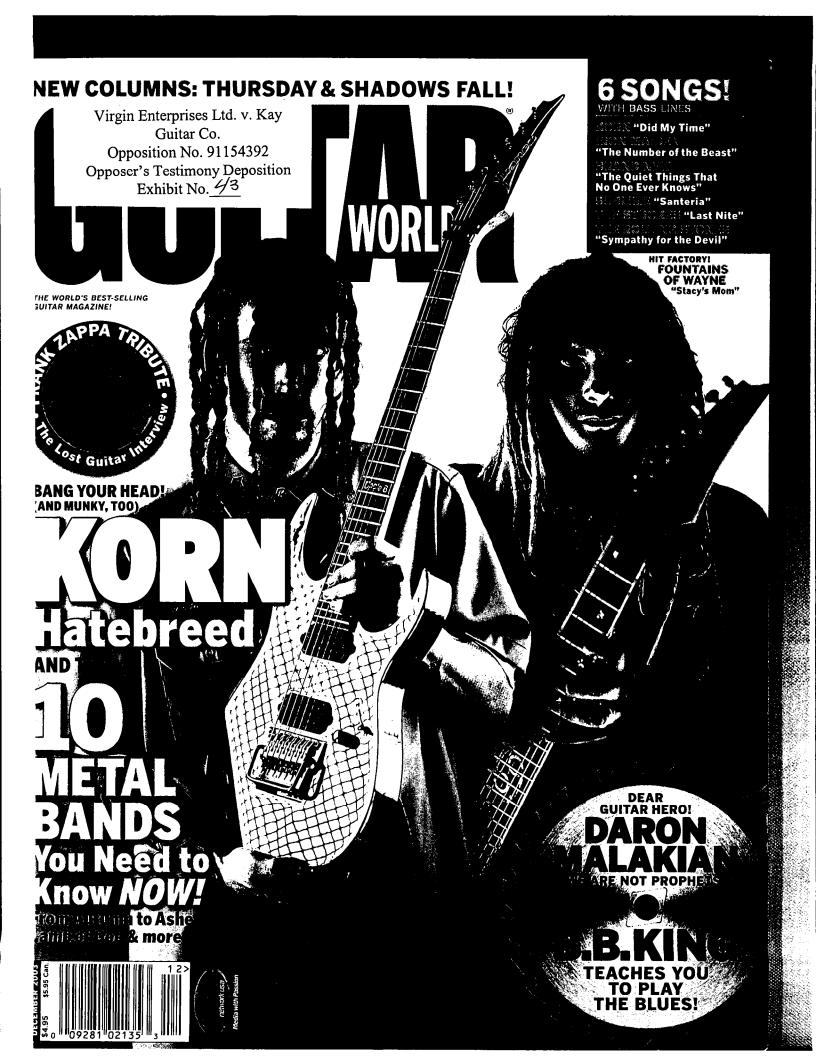
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HENDRIK vs. SLASH

VAN HALEN vs. SCOFIELD

WAUGHAN vs. HAYNES

FIND OUT WHO'S LEFT STANDING...

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# **FIRST NOTE**

# Crowning a Six-String King

ou know those "Best of" lists that you've seen numerous times in various magazines, the ones that get your blood boiling because Joe Blow was ranked #17 when everyone knows he should have been ranked in the Top 10? Well, I'm here to let you in on a little secret: Those lists are for entertainment purposes only! There's no MIT graduate sitting behind a comput-

er spitting out scientific data to help determine the rankings. They're simply compiled by a staff of editors and writers whose personal tastes and preferences help decide who or what makes the cut. It's subjective journalism at its ... finest? Love 'em or hate 'em, there's no denying the controversy best-of lists can stir up. And publishers love controversy, because it drives up newsstand sales. For that reason, magazines will continue to spew out their latest lists, sometimes with hackneyed BS, sometimes with fresh subject matter, sometimes with tried-and-true topics.

One such topic, "The 100 Greatest Guitarists of All Time," recently found itself the cover story of a national music publication, which (in order to protect the uninformed) will remain nameless in this column. I will tell you, however, that the guitar community was up in arms. "How dare [insert magazine's name here] do a Greatest Guitarists list!" was the common

complaint from angry readers who flooded our office with e-mails and phone calls asking for a "qualified" magazine (i.e., Guitar One) to do a "real" list on the topic.

You've spoken, and we've listened ... kinda. See, we didn't want to simply duplicate the idea of ranking the 100 greatest guitarists. Instead, the G1 editorial staff assembled at the local watering hole to talk strategy. As ESPN's SportsCenter blared from a nearby TV, it hit us like a Ray Lewis goal-line tackle. Competition! Let's have the legends on our list square off head-to-head to determine a winner-one guitarist who would be deemed "The Greatest." So, using a bracket system-much like the one used in college basketball's national champion tournament, a.ka. "March Madness"-we assembled a list of 128 quitar legends and had them compete one on one, using criteria like tone, chops, originality, and versatility to crown a champion. Here's the best part: We're inviting you, the reader, into the process. You'll have to turn to page 94 to find out how. Let the games begin!

> Troy Nelson Editor in Chief

# Guitaronemag.com

CONTEST NEWS: Congratulations to Rose Goode of Pineville, West Virginia. Rose is the lucky winner of the AUG/03 Rush Giveaway. She won a Gibson SG Standard, a Tube Rotosphere MK II, a Rush Bobblehead Set, and a Rush *The Spirit of Radio* greatest hits collection. Total prize value? \$2,791!

Jealous? Enter this month's contest on page 167.

Volume 6, Number 12

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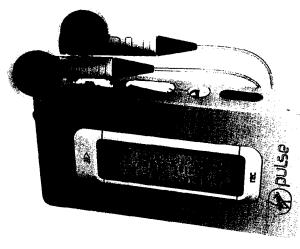
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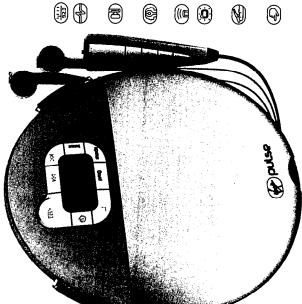
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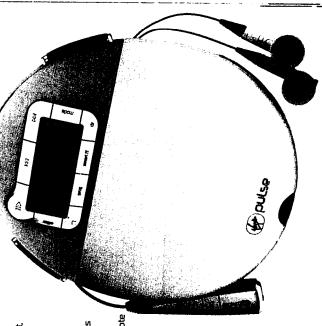


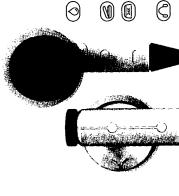
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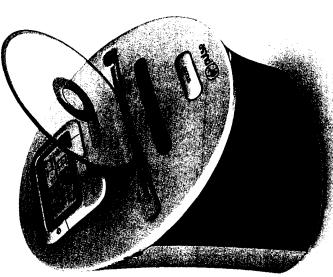
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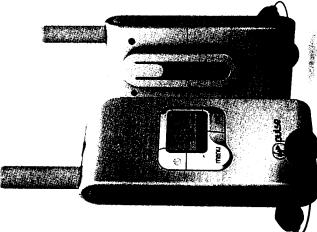
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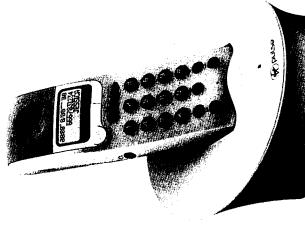
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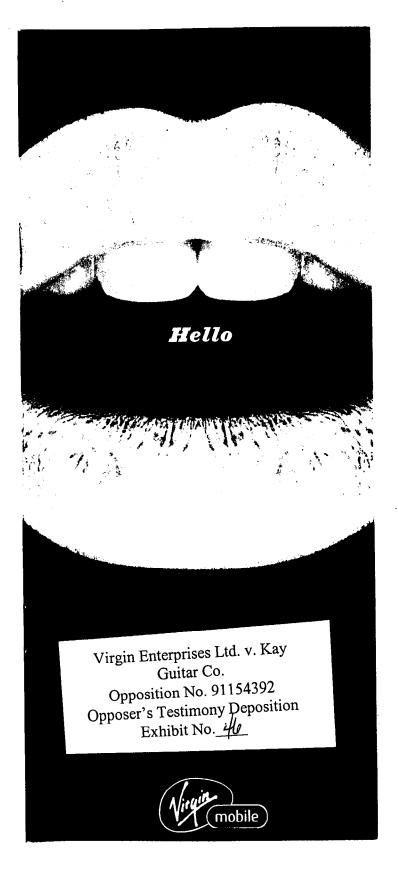
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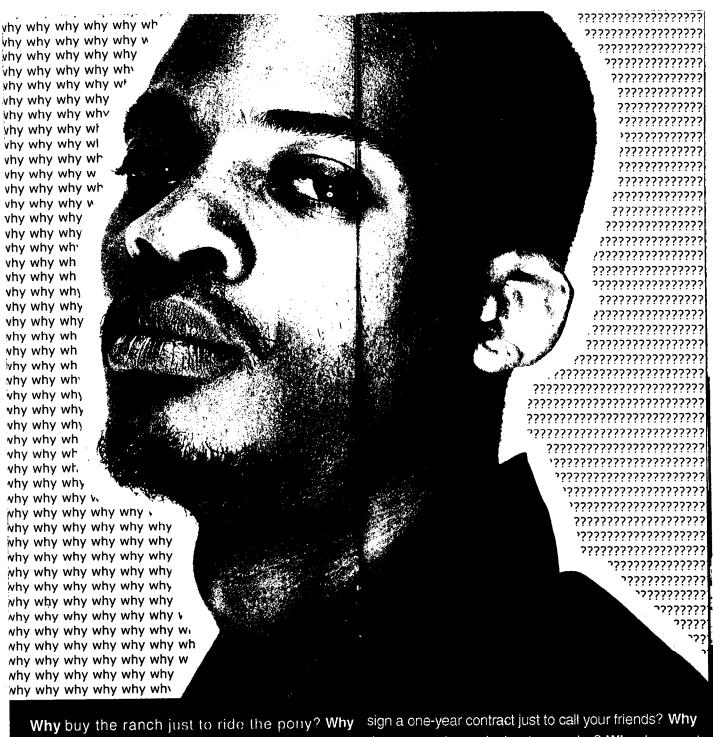






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Activate your phone within minutes on the web at www.virginmobileusa.com or through *Virgin Mobile At Your Service* and start calling.

- 1. You buy your minutes.
- 2. You use your minutes.
- 3. You Top-Up your minutes.

Lather, rinse, repeat.

# PAY ONLY FOR THE MINUTES YOU USE.

25c a minute for the first 10 minutes of each day. 10c a minute for the rest of the day. 10c to send a text message. (they're free to receive)

# Simple.

The other guys' Pay As You Go plans add up to more paying and less going. Take a closer look and you'll see Virgin Mobile's 10 cents after 10 minutes pricing is the smarter way to Pay As You Go.

So how do you make sure you're always connected? By Topping-Up, of course. "And what is Top-Up," you ask?

Top-Up is how you add more airtime to your phone. Think of it as going to the gas station to fill up. Or even better, letting the gas station come to you.

And all we ask is that you Top-Up at least \$20 every 90 days to keep your Virgin Mobile phone number active.

# THREE WAYS TO TOP-UP:

- Top-Up at any Virgin Mobile retailer. Buy Virgin Mobile Top-Up cards at more than 35,000 locations nationwide
- 2. Top-Up at www.virginmobileusa.com
  Register your credit or debit card with us online,
  and set up your phone for Auto Top-Up for any
  amount you choose when your balance is low.
- 3. Top-Up using your Virgin Mobile phone. With your credit or debit card registered with us, you'll receive reminders on your phone when your minutes start getting low Just punch in the amount you'd like to Top-Up and you're, well. Topped-Up



# PERSONALIZE YOUR PHONE WITH \*

# Virgin Mobile is your exclusive connection to \*MTV.

- Get breaking music news stories from MTV News.
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- Stay connected to your inner MTV com circle with Txt2Member, or send a message straight to TRL with Txt2TRL.
- Send and listen to exclusive Audio Postcards from MTV shows
- · Get updates on your favorite shows, events and games with \*MTV Alerts.

# Why stop there? Get these VirginXtras too:

- Download the latest ringtones. We've got more than a thousand to choose from. Hip Hop,TV and movie themes, classic and alternative rock, pop and metal. Check out the complete ringtone library for your phone at www.virginmobileusa.com.
- · Need to get out of a sticky situation? Set up a Rescue Ring
- · Rise and shine every day with a Wake-Up Call
- · Check out your daily horoscope, or get the joke of the day
- Get text messages about your favorite artists with Artist Alert from vh1 2 go.
- Go to www.virginmobileusa.com for more on VirginXtras. airtime, and application charges.



# It's Your Phone

Move into it. Shoot a ten-word letter to your (it's a quick learner). Make it sing. Ring. Bark. a song. Bring you news on the street. Get you Make it your headquarters of leisure. Your Your right-hand man.

friends. Vote for best song. Train it like a puppy Talk funny. Wake you up in the morning with out of a sticky situation with a Rescue Ring. ministry of pleasure. Your kung-fu sidekick.

Your phone.



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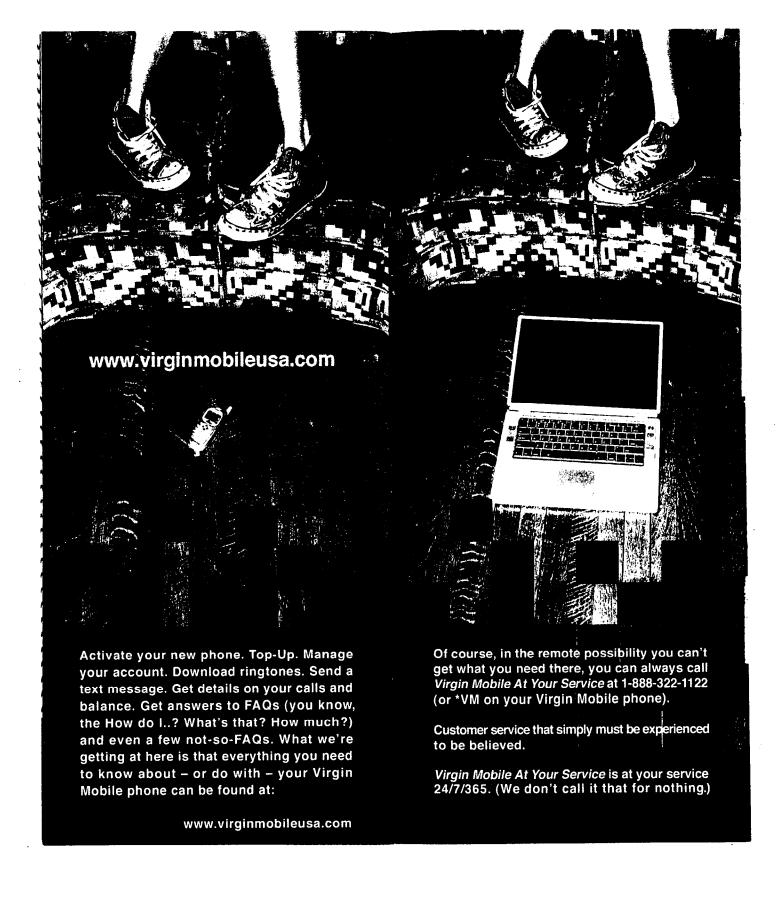
# **COVERED**

Use your phone anywhere in the USA that Virgin Mobile has coverage.

We have a widespread coverage area that covers most major metropolitan areas and along major highways. However, if you wander out of it, your phone won't work. But fear not, your voicemail and text messages will be there when you get back.

Check www.virginmobileusa.com for info on coverage expansion and updates. If you're not in our area now, you might be soon.

Under Virgin Mobile's arrangement with Sprint, Virgin Mobile customers have access to service anywhere on the Sprint Nationwide PCS Network. The Sprint Nationwide PCS Network is the most complete, all-digital, advanced wireless network in the nation. All of your services work the same wherever you go on the network.



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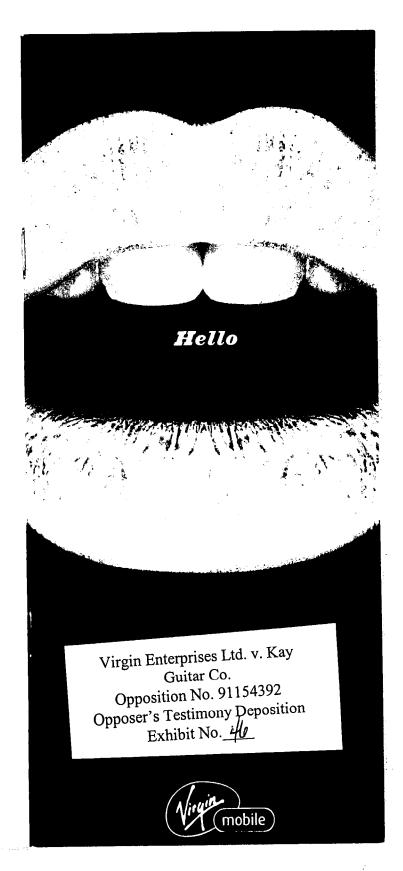
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So there you have it. We're handing you the Because we believe you should own the freedom to connect to the world around you to be a happy customer, not a happy hostage. we're not, you're always free to go. Hope we

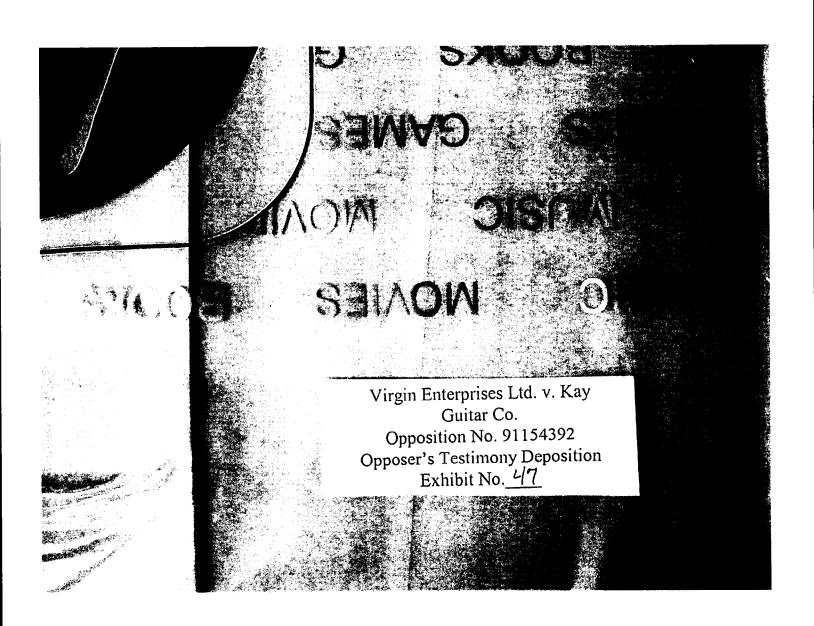
keys. Putting you in the captain's chair. Why? phone, not vice versa. You should have the whenever and wherever you like. We want you We figure if we're good, you'll call again. And if get a chance to talk again soon. Thanks, bye.





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# Top Sellers in Video Finding Nemo



Amazon.com A delightful undersea world unfolds in Pixar's animated adventure Finding Nemo. When his son

Nemo is captured by a scuba-diver, a nervous-nellie clownfish named Marlin (voiced by Albert Brooks) sets off into the vast--and astonishingly detailed--

ocean to find him. Along the way he hooks up with a... Read more

# **EXCLUSIVE**

# Kish Kash, Basement Jaxx



#\_! Brit electro heads **Basement** Jaxx take a

bolder, darker approach on new material that's both gritty and original. Listen for lots of genres to pop up, and keen collaborations, including one with N'Sync's JC Chasez.

# Charlie's Angels: Full **Throttle**



The second Charlie's Angels movie shows our favorite Angels back to

their death defying best. It's adrenalinerushing action with the Angels we all want looking over us. For reality, look again!



# **More Top Sellers:**

- The Da Vinci Code by Dan Brown
- As Time Goes By...The Great American Songbook ~ Rod
- Finding Nemo DVD ~ Albert Brooks

# **New and Future Releases** The Ultimate Weight Solution



Amazon.com

Self-improvement guru Phillip McGraw knows you're looking for "something that melts fat off like sun melts ice," but, he reminds you, "losing weight is not 'quick and easy' and you know it." McGraw, one of Oprah's favorite sidekicks and host of his

own television show, promises that you will... Read more

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Virgin Enterprises Ltd. v. Kay Guitar Co.

Opposition No. 91154392

Opposer's Testimony Deposition Exhibit No. 48

key Elmo by Fisher-Price

# Top Sellers



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More Music top sellers

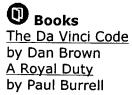


Finding Nemo The Adventures of Indiana Jones (Raiders of the Lost Ark/The Temple of Doom/The Last Crusade) -Widescreen

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▶ More Book top sellers

# The Very Best of The Eagles



The legendary country rockers who set the

benchmark for the genre, have re-released an album containing the very best of their work, accompanied by a DVD. It's music at its finest.

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- Kids & Baby Clothing
- **Toys & Games**

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Opposition No. 91



Segway Human Transporter Store



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You may also like

Blowout Prices on Guitars Free Shipping on Johnson novice and Intermediate Guitars from \$79.95 http://www.musiciansstorehouse.com

Toys & Games: See all 35 results...

- Wiggles Guitar -- Spin Master Toys ; Ages: 4 - 7 years
- American Idol Electronic Guitar with Amplifier -- Kids Station Inc.
- Student Guitar Case -- First Act Inc.; Ages: 4 - 11 years

Books: See all 20532 results...

 Guitar for <u>Dummies</u> -- Mark Phillips (Author), Jon Chappell (Author); **Paperback** 

> **NEW!** • Excerpt from <u>page 1</u>: ". . . Part I So You Wanna Play Guitar ~ CaYI`~ qoU p;g f,1Ji%Y' 11lke 2V~i"~. 2k2?f' . . . "

> See more references to guitars in this book.

- The First Stage Guitar Book: Learn How To Play Guitar Easily & Quickly! -- Chris Lopez; Plastic Comb
- Fretboard Logic Se: The Reasoning Behind the Guitar's Unique Tuning Plus Chords Scales and Arpeggios Complete (Fretboard Logic Guitar Method Ser) --Bill Edwards; Paperback

Listmania! Add your list



Miranda's WIGGLES Favorites \*: A list by lisaflintstone, Wiggles Biggest Fan (19 item list)



**Learning Blues** Guitar: A list by greenivy5, Instructor from Hamburg (14 item list)



Featured: Hot Preschool Toys: A list by Toysrus/Amaz..., **Toyologist** (18 item list)

Virgin Enterprises Ltd. v. Kay Guitar Co. Opposition No. 91154392 Opposer's Testimony Deposition Exhibit No. 50



Chord Chart - Learn How Commonly Played Guitar Chords by Chris Lopez

**Guitars** and Guitar Amps Gibson, Fender, Ibanez, Takamine All Models, Acoustic and Electric www.samedaymusic.com

### Popular Music: See all 232 results...

- Stars & Guitars [LIVE] -- Willie Nelson & Friends; Audio CD
- Who Needs Guitars Anyway? -- Alice Deejay; Audio CD
- Open Fires Two Guitars -- Johnny Mathis; Audio CD

### **Electronics:** See all 28 results...

- Yamaha EG112PR Electric Guitar Kit
- Yamaha C40 Nylon-String Classical
- Yamaha EZ-EG Tutorial Electric Guitar

### Software: See all 42 results...

- eMedia Blues Guitar Legends -- eMedia; Mac OS 9 and below, Windows 95 / 98 / NT / 2000 / Me / XP
- eMedia Intermediate Guitar Method -eMedia; Mac OS 9 and below, Windows 95 / 98 / NT / 2000 / Me / XP
- eMedia Guitar Method, Vol.1 (Ver. 2) -eMedia; Mac OS / X, Windows 95 / 98 / Me / NT / XP / 2000

Classical Music: See all 252 results...

Magazine Subscriptions: See all 18 results...

Apparel: See all 20 results...

Imaginarium: See all 4 results...

Tools & Hardware: See all 124

results...

Kitchen & Housewares: See all 126

results...

Outdoor Living: See all 124 results...

DVD: See all 3 results...

Video: See all 6 results...

Sporting Goods Beta (what is this?): See all 3 results...

Free Music Downloads: <u>See all 7</u> results...

Health & Beauty: See all results at Drugstore.com

### Scientific Supplies: See all 7 results...

Click these links to see catalog pages with your search words, read reviews, and order products by phone.

### Medical Supplies: See all 5 results...

Click these links to see catalog pages with your search words, read reviews, and order products by phone.

### Lifestyle & Gifts: See all 31 results...

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Conair HB1R Ultimate Hair Remover Trade the torture of razors and wax for a truly painless revolution in hair removal.	\$49.99	\$
Starbucks House Blend Universal Grind Coffee, 6 12-Ounce FlavorLock Bags (72 ounces total) Stock up on the smooth Starbucks blend that no holiday host should be without!	\$36.99	
Strait-Line 64001 Laser Line Generator Wonderfully simple and dead-on accurate for straight lines every time.	\$34.99	4
sold out for today One Touch Ultra Glucose Test Strips, 100 Strips Test blood glucose levels quickly and comfortably for under 8 cents a strip.	\$75.69	
NicodermCQ Clear Stop Smoking Aid, Step 1, 21mg (14 Patches) Make your future smoke free with low-cost Nicorette!	\$52.68	\$
Electrosol Dishwasher Tablets, Citrus, 3, 60-pack boxes (180 gel tabs total) Save time, space, and money with easy-to-use spot-removing dishwasher tabs.	\$30.87	
<u>Duracell Coppertop AAA Batteries (72 Batteries)</u> Don't miss this great deal on advanced-performance Duracell Coppertop batteries.	\$39.96	4
Memorex DVD+R 50 Pack Spindle 4x Stock up on Memorex 120-minute/4.7 GB DVD+Rsshipped to your door free!	\$64.99	4
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Guitar Co. Opposition No. 91154392

Virgin Enterprises Ltd. v. Kay

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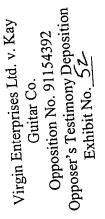
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Outkast : Speakerboxxx/The Love Below

By Astrid LeVert

This record is hot, hot, hot. Hip hop at it's finest can be heard on two discos from the Atlanta duo who are as far from ego-driven as it gets.

ALBUM OF THE WEEK

### A Stroke of Luck

By Harry Thwaites

The New York brats, The Strokes, march on while their second soon-to-be smash album hits the shelves this week as successful tour blazes ...



### ALBUM OF THE WEEK



Travis: 12 Memories

By Jeff Partain

Travis work out their frustrations musically and lyrically on their fourth album. The results are noticeably darker and musically varied.

SOUNDCHECK



### **Something Corporate Concert Flames Out**

By Nick Schapira

SoCal shows cancelled due to fires, new Rage Against the Machine DVD slated, Tupac brought to life ... again, CD helps wipe out Third World debt.

### What's Going On At Virgin Megastores



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Meet the Directors!

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### Spot On

### **EXCLUSIVE INTERVIEW**



Paul van Dyk's Logical Progression

By Kim Taylor

Transcending beyond dance music, the Berlin artist proves he can out do even himself on a new album. Hear what van Dyk has to say and why he feels the need to say it.

### **NEWS FEATURE**



### **Elliott Smith Commits Suicide**

By Kim Taylor

A new album was slated for completion by the end of the year, yet the singersongwriter allegedly took his own life before finishing it.

### Say What?

### What's the best new band?

- The Raveonettes
- Hot Hot Heat
- The Datsuns
- Weekend Players
- The Libertines
- The Blood Brothers

### **RUMOR MILL**



### Will Ashton and Demi Wed?

By VirginMegaMag Staff It's the question on everybody's lips, David Lynch bids for peace ... with a price tag, more Courtney controversy, Ritter was told of risk.

#### REEL REPORT



### Stars in a Tizzy in Tinsel

By Nick Schapira Could it be the end to independent film at the Oscars? Kidman wins settlement, finale to cult trilogy, 007 gets knighted.

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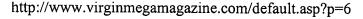
### **COLORADO**

<u>Denver</u>

### Say What?

What sorts of information would you like to see here in the Megastore section?

- Contests & entry forms/links
- DJ Playlists
- Store event Email sign-up list
- Photo Galleries of in-store signings and events
- Store Manager & contact info
- Direct Customer Service email for your Megastore



C Sign up for Email coupons and sale offers



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News Interviews

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### **Partners**



### **Global Rhythm**

Global Rhythm Magazine is the leading voice of international music and culture. A resource for today's lifestyle trends, each issue features world cinema, cuisine, travel, electronic gear, and 30+ CD/ book reviews. A FREE collector's CD is available with every issue that showcases 12 new tracks and one hour of music. Entertaining, informative and hip, Global Rhythm delivers an explosion of exciting content and global artistry.

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### Kludge Magazine

Kludge Magazine is an up and coming magazine covering all your favorite artists and even the ones that you don't know are your favorites yet. With a dedication to musicianship over dollar signs, this magazine snags interviews with names like Aphex Twin, AFI, POD, and Finch, to name a few. It even finds time to give back to the local music communities by featuring artists that will soon be bursting into your radios and cd players.



### KCRW - Discover the best of Public Radio!

Virginmega.com invites you to check out the exciting music, arts and news station that is KCRW. KCRW is now available on the web 24/7 at www.kcrw.org and features cutting-edge programming within a public radio format. When you become a KCRW member, you can qualify to receive a "Fringe Benefits" card that offers discounts and members only events. Check out KCRW for yourself. Virginmega.com is proud to co-sponsor events and programming at KCRW.



### Wa di

Big Red

Wrigley's Big Red(R) gum is intense enough to bring to any party. Whether it's a concert, a nightclub or a house party, Big Red will help heat up the occasion. Grab a sample of Big Red at Virgin to accompany you on your search for the tunes to spice up your life. America's #1 Cinnamon gum, Big Red, and Virgin, a match that warms your senses.



Info



### **House of Blues**

For 10 Years, House of Blues has been the home of live music featuring performances by emerging artists and established superstar bands. House of Blues welcomes artists of all genres to its club and concert venues located in North America and invites you to visit hob.com for the very latest concert and ticket information. House of Blues is dedicated to promoting the very best in live music entertainment.



### Ben Sherman

Virgin Megastores are proud to be carrying Ben Sherman, the official outfitters of Mods and rockers everywhere. You can now purchase the looks that have inspired you throughout the years and be stylish, tough, streetwise and straight up cool... Visit Virgin Megastores, browse for your favorite music and then stop by the Ben Sherman in store shop so you can dress like your favorite bands too. You don't need a musicians royalty check to pay for them...with t-shirts starting from \$22 and vintage Mod shirts starting at \$59 and launching for Fall '03 Ben Sherman's women's line for all you chic ladies out there who know style. So drop by your local Virgin Megastore and find out what all the hype is about.



### Virgin Atlantic - Travel the world!

Are you booking your 2003 holidays? Travel the world with Virgin Atlantic. Virginmega.com is proud to support Virgin Atlantic as the world's premiere airline.



First rate service, style and accommodation are yours for the booking. Virgin Atlantic travels around the world. To find out more about Virgin Atlantic schedules, offers and the like, visit www.virgin-atlantic.com and discover a new way to travel.

### **Remix**

Remix Magazine

Dedicated to the tools, techniques and lifestyles of turntablists and remix production artists, *Remix* magazine focuses on covering recording and liveperformance gear, electronic musical instruments and music-production hardware and software for the underground music production market. With its comprehensive product news and reviews about music production and live performance gear as it hits the market. *Remix* has become the premiere North American magazine for DJs, engineers, producers, and performers of electronic music.



### Virgin Megastore France

Discover the universe of Virgin Megastore in France, with 31 stores all over the country.



Virgin Holidays

Virgin Holidays offers vacations to the USA, Caribbean, Far East, South Africa and Mauritius plus a well-established ski program. It has become the largest and most successful transatlantic tour operator in the UK, holding the position of the market leader to the USA and Florida.

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VIRE

VIRGINMEGAMAGAZINE.COM

News

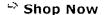
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**MEGASTORE EVENT** 

Virgin Launches Spin Lounge

**Query Result:** 

in Partnership with Pioneer and Remix Magazine Now that we are well into the 21st Century, the air guitar superstars are moving aside for the bedroom DJ...

Virgin Launches Spin Lounge

MEGASTORE E

Query Result:

in Partnership with Pioneer and Remix Magazine Now that we are well into the 21st Century, the air guitar superstars are moving aside for the bedroom DJ...

MEGASTOR

Virgin Launches Spin Lounge

Query Result:

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**MEGASTORE EVENT** 

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MEGASTORE I

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**MEGASTORE** 

Virgin Launches Spin Lounge

**Query Result:** 

in Partnership with Pioneer and Remix Magazine Now that we are well into the 21st Century, the air guitar superstars are moving aside for the bedroom DJ...

Virgin Enterprises Ltd. v. Kay Guitar Co. Opposition No. 91154392 Opposer's Testimony Deposition Exhibit No. 53

**MEGASTORE EVE** 

### Virgin Launches Spin Lounge

#### **Query Result:**

in Partnership with Pioneer and Remix Magazine Now that we are well into the 21st Century, the air guitar superstars are moving aside for the bedroom DJ...

### ENTER TO WIN - 10/31/2003



Win a Stereophonics Guitar!

10/31/2003

To celebrate one of the best rock albums of the year, You Gotta Go There To Come Back away a signed guitar.

**Query Result:** 

To celebrate one of the best rock albums of the year, Stereophonics's You Gotta Go Their (V2), Virginmega.com and Filter Magazine are giving away a signed guitar...

### **ALBUM OF THE WEEK - 10/23/2003**



### **Travis 12 Memories**

By Jeff Partain

Travis work out their frustrations musically and lyrically on their fourth album. The re noticeably darker and musically varied.

Travis

#### Query Result:

The self-produced results are noticeably darker and musically varied, from the eerie track "Quicksand," to the rough de-tuned guitar and whimpering dog on "Paperclips Else" is based around a piano line, but incorporates...

### SOUNDCHECK - 10/16/2003



Former KISS Guitarist Shot Outside Hollywood Club

By Harry Thwaites

Former KISS guitarist shot, Ludacris knocks out Outkast, Durst faces lawsuit after 17 singer plunges to his death.

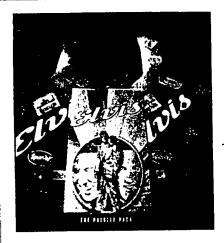
### **Bruce Kulick**

### **Query Result:**

Former KISS guitarist, Bruce Kulick was shot in the leg and a bullet grazed the side outside the Key...

Result Page: 1 <u>2</u> <u>3</u> <u>4</u> <u>5</u> <u>6</u> <u>7</u> <u>8</u> <u>9</u> <u>10</u> <u>11</u> <u>12</u> <u>13</u> <u>14</u> <u>15</u> <u>16</u> <u>17</u> <u>18</u>

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Richard Branson, founder of the British conglomerate Virgin Group, is making moves to Planet Vegas. In addition to the Virgin Megastore at the Forum Shops, Virgin Atlantic Airways plans to begin regular service to Las Vegas within a few months and the company eventually hopes to open a resort here. Above, Virgin Records markets Las Vegas icons such as Elvis.



Jeff Scheid/Review-Journal

Virgin Enterprises Ltd. v. Kay

# VIRGIN TERRITORY

## First a megastore, then flights, then maybe a casino

By Adam Steinhauer

Review-Journal

Virgin Atlantic Airways expects to begin regularly scheduled service to Las Vegas within a few months, according to Richard Branson, founder and chairman of the Virgin Group of companies.

The \$4 billion-a-year Virgin conglomerate also hopes to open a casino-resort on or near the Strip by the year 2000.

Branson, the billionaire owner of airlines, hotels and entertainment stores, spoke about his plans in Las Vegas as he prepared to open the Virgin Megastore in the newly expanded Forum Shops at Caesars.

"We're looking for a (hotel) site," Branson said as he left the Virgin Megastore with other Virgin executives Friday.

"In fact we're on our way to one now."

Branson said the Virgin Group's casino is likely to be built as a joint venture with an established gaming company. He recently discussed the idea with numerous operators, he said.

Although it is too early to say how much of an investment Virgin will make, Branson said he envisions a property that would cost as much as \$400 million.

Virgin wants to build a slightly smaller property than most of the Strip megaresorts — about 800 rooms, said Ian Duffell, Virgin Entertainment Group's president for



Jeff Scheid/Review-Journal

Ian Duffell, president of Virgin Entertainment Group, listens to music from the Top 40 wall at the new Virgin Megastore in the expanded Forum Shops.

### Virgin

From 1D

the United States, Canada and South America.

The Virgin executives compare their vision to that of the Hard Rock Hotel, a small, upscale property which benefits from its brand name associated with rock 'n roll music.

"Whenever I go there, there's a whole different type of demographic," Duffell said. He described the Hard Rock customers

as "Cool. 'C-O-O-L."

The 40,000-square-foot Virgin Megastore, which opened Friday night with the rest of the Forum Shops' 276,000-square-foot expansion, will try to draw from the same market the Virgin casino theoretically would.

Featuring music, computer software, videos, books, clothing and merchandise with the Virgin logo, the Virgin Megastore will be the largest music and entertainment store in Nevada, according to the company.

Duffell said he expects the Las Vegas store to generate more than \$35 million a year in sales, benefitting by its location in the Forum Shops — considered one of the most successful shopping centers in the world.

It is likely to be the second or third top-seller of Virgin's eight North American stores, trailing its shop in New York's Times Square and a planned store in Orlando, Fla.

The company described the store, and its more than 60 others worldwide, as a "a place where shopping meets entertain-

ment."

It features 36 video screens showing music videos, a disc jockey spinning tunes, 150 CD listening stations and monitors to view videos and laser discs and to play computer games. A cafe on the second floor overlooks the Forum Shops' Atlantis attraction — an hourly animatronic simulation of the mythical Greek

city sinking into the ocean.

Branson, 47, founded Virgin at age 20 as a mail-order record retailer. The first Virgin store opened in London in 1972. The British entrepreneur went on to establish the Virgin Music Group in 1973, a record label that featured The Rolling Stones, Janet Jackson and Culture Club among others, before Branson sold the company in a \$1 billion deal to THÔRN EMI in 1992.

Branson is also a yachtsman who holds the world record for the fastest voyage across the Atlantic Ocean and a hot-air balloonist who hold records for flights across the Atlantic and

the Pacific.

Virgin Atlantic Airways, founded in 1984, serves New York, Miami, Boston, Los Angeles, Orlando, San Francisco, Hong Kong and Tokyo from its hub in London, and is Britain's second-largest long-haul carrier.

Virgin Atlantic, after starting service to Las Vegas with one or two flights a week from London, could eventually serve Las Vegas from Hong Kong or Tokyo, Bran-

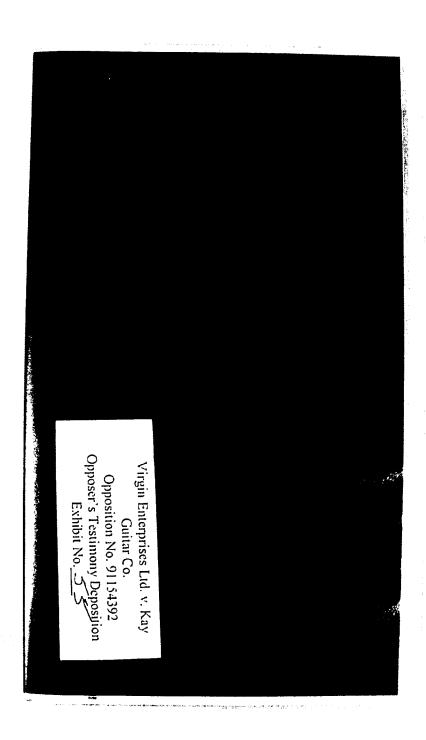
son said.

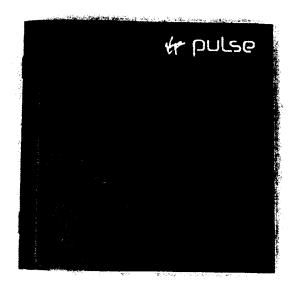
News of Virgin Atlantic's plans for Las Vegas was welcomed by tourism officials, who consider increasing scheduled airline service from overseas a top priority.

The Las Vegas Convention and Visitors Authority has been providing market information to Virgin Atlantic for five years in hopes the airline would make the leap into this market, according to Rossi Ralenkotter, the authority's vice president of

marketing.

The number of British tourists to Las Vegas has been rising in recent years and is believed to have topped 200,000 in 1996, according to Ralenkotter. Scheduled airline service is likely to see more Britons coming to Las Vegas and staying longer, he said.



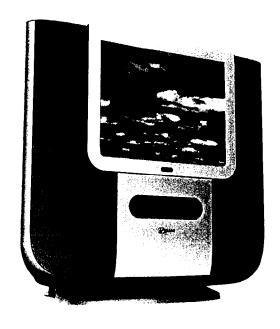


Angel interpreted by Ko Guitar Co Opposition No 9114392 Opposits Learning Diposition Establish







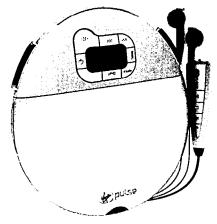






for the beat in your life...





### For the fast-moving rhythms of urban life

Ergonomic design Clips and arm straps keep you mobile Use the remote – remove the remote

### Easy-to-use

Brilliant Blue backlit screens Effortless user-interface Straightforward LCD displays





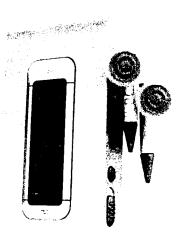
### Made with style

An all-over, integrated line look Distinctive Virgin finish of sleek silver and velvety-touch feel



Competitive featuresets and premium audio

Better than competitive pricing





### Fun

Dual headphone jacks for music to share A TV/DVD to go where you go CD players that won't skip if you skip



Sir Richard Branson and the Virgin Pulse product line poolside at his private island, Necker, in the British Virgin Islands. Please credit photo: Mark Greenberg/WorldPictureNews

(Courtesy of Virgin USA)





### For The Beat In Your LifeTM

Virgin launches premium brand of "lifestyle electronics"

New York, NY (October 15, 2003) – Quality, style and sleek urban appeal best describes **Virgin Pulse**, a new line of "lifestyle electronics" from Virgin. Consisting of 15 high-design, user-friendly electronics, **Virgin Pulse** products are the latest example of Virgin's competitive approach to producing superior quality products at a low price. The Virgin Pulse line is carried exclusively at Target, target.com and Virgin Megastores.

Consumer research, industry feedback and Virgin brand strategies led to the creation of the new product line which focuses on ergonomics, styling and functionality to meet the demand of today's fast paced trends. The dual headphone jacks, easy-grip rubberized paint, removable remotes and "hip clips" are just a few of the creative transformations **Virgin Pulse** has brought to the world of standard, everyday electronics. The "Brilliant Blue" backlit screens, the "velvety" feel, tactile grip and hidden tooling are accents of the Virgin Pulse brand and distinguish the inherent quality detailing throughout.

"While we have been looking at the consumer electronics market for years," said Sir Richard Branson, **Virgin's** chairman, "we didn't want to launch our own line until we had products that look great, work great and could thrash the competition with one hand tied behind our backs and the other one scrolling an MP3 player."

The initial **Virgin Pulse** line will consist of 15 products. Two MP3 players, a slot loading CD/Clock radio, FRS two-way radios, an AM/FM tuner, cordless phones, a CD player molded to fit your hand...devices designed not only to deliver quality but to offer style and fun at the same time. The portable TV/DVD player has a 10.4" viewable TFT/LCD screen, a digital AM/FM tuner, can play DVD, CD, CD-R/W and MP3 file formats and is cable/satellite/rabbit-ear ready. It's sold with an accessory car bag and is one of **Virgin** 

Virgin Signature Earbuds to \$499.99 for the 10.4-inch Portable TV/DVD.

Steve Eastman, vice president, electronics for **Target** stores calls the line "the ultimate mix of high design and functionality at incredible price points."

"Our guests have always appreciated innovation, value, and a high degree of design," said Eastman. "For those very reasons, we're excited to be partnering with **Virgin Pulse** on this collection."

Available now at Target and Virgin retailers Branson himself will officially introduce the Virgin Pulse line at a Manhattan party highlighting innovative performers and models wearing the electronic products as hats, shirts, belts and/or pants.

Virgin Pulse. For the beat of your life.

CD-R Media 10 Pack with Storage Cases, \$6.99

Signature Earbuds, \$6.99

ActiveFit Headphones, \$9.99

Portable CD Player, \$39.99

Portable CD Player with FM Tuner, \$49.99

Portable CD Player with MP3 Playback, \$59.99

Cordless Phone, \$49.99

Cordless Phone with Digital Answering Machine, \$69.99

Digital AM / FM Stereo Tuner, \$34.99

Two FRS Radios with 2.5 Mile Range, \$49.99

Desktop CD / Clock Radio with Slot Load CD, \$69.99

MP3 Player / 64MB with FM Tuner and Smart Media Card Expansion Slot, \$79.99

MP3 Player / 128MB with FM Tuner and SD Memory Card

Expansion Slot, \$129.99

Portable TV / DVD with 10.4" (Viewable) TFT/LCD Screen, \$499.99

Portable TV / DVD Carrying Case, \$49.99

CD-R Media 10 Pack with Storage Cases





### About Virgin

Virgin Pulse is the newest company in the Virgin family of products and services including planes, trains, finance, soft drinks, music, mobile phones, holidays, cars, wines, publishing and cosmetics. Virgin Pulse brings the Virgin brand attributes to consumer electronics continuing the company goal of seizing opportunities to offer something better, fresher and more valuable to the customer.

### **About Target Stores**

Minneapolis-based **Target Stores** serves guests at 1,227 stores in 47 states nationwide by delivering today's best retail trends at affordable prices. Whether visiting a **Target** store or shopping online at target.com, guests enjoy a fun and convenient shopping experience with access to thousands of unique and highly differentiated items. **Target Stores**, along with its parent company **Target Corporation** (**NYSE:TGT**), gives back more than \$2 million a week to its local communities through grants and special programs. Since opening its first store in 1962, **Target** has partnered with nonprofit organizations, guests and team members to help meet community needs.

For additional information on Sir Richard Branson and the Virgin Group of Companies, please contact:

Lori Levin

Simone Seydoux

Virgin Management

Virgin Pulse

Publicist for Richard Branson

**VP** Marketing and Communications

609-897-7865

212-994-3074



Virgin Pulse 520 Broadway, 4th Floor, New York, NY 10012

Are you ready for a brand new beat?

Meet **Virgin Pulse**, the newest offering from Virgin, launched expressly for the purpose of kicking the competition squarely in the, well, you know. Okay, that's actually just a small side effect. What we really wanted to do is something even more exciting: offer consumers a line of electronic entertainment devices smacking of style, quality, and value. Basically, **Virgin Pulse** thought we could try the novel approach of giving people what they want.

**Virgin Pulse** products are fun, innovative and easy-to-use. They flawlessly mix substance with style, reflecting the two virtues Virgin holds dearest. (We also like pizza). The initial Pulse line consists of 15 products that are stand-outs for ergonomic design and attention to detail. Friendly forms, as we like to call them. They combine slick features like brilliant blue display screens, velvety smooth surfaces and dual headphone jacks for sharing music with someone you might want to force to get closer to you.

While the emphasis on great design is obvious throughout the **Virgin Pulse** line, we also knew that simply looking good was hardly enough. Just ask Fabio. So we did more – a lot more. Just pick up the **Virgin Pulse** MP3 players and you'll immediately see how easy they are to use. Seductively easy. There's the CD/Clock Radio which has a unique "pitched" face, making it easy to see the time whether you're sitting, standing, lying down, or downward dogging. And then there's the TV/DVD/CD player. Don't even get us started. Not only is the player amazing to look at, it's also portable: it can sit in a stand, hang on the wall, or even in the car for backseat travel fun. It's cable and rabbit ear ready so this wicked little guy is perfect for watching your favorite TV shows, DVDs or simply listening to CDs and MP3s. **Virgin Pulse** also offers cordless phones, CD players, FRS two-way radios, headphones and an AM/FM tuner. All the products are, as the Germans say, super cool. And all the products are specifically designed to be comfortable to carry. Fabio isn't comfortable to carry.

**Virgin Pulse** products are exclusively available in Virgin Megastores (naturally) and Target (doubly naturally). These are the only two places in the world we knew our products would get in front of legions of hip and savvy consumers. (For extra shopping pleasure, the products can also be purchased through Target's online website, Target.com.)

That's it. We have nothing more to add except that without a Pulse, you ain't living.



Virgin Pulse 520 Broadway, 4th Floor, New York, NY 10012

### **VIRGIN PULSE**

CD-R Media 10 Pack with Storage Cases	\$6.99
Signature Earbuds	\$6.99
ActiveFit Headphones	\$9.99
Portable CD Player with 4-Function Wired Remote	\$39.99
Portable CD Player with Digital FM Tuner and 4-Function Wired Remote	\$49.99
Portable CD Player with MP3/WMA Playback and 4-Function Wired Remote	\$59.99
2.4 GHz Cordless Phone	\$49.99
2.4 GHz Cordless Phone with Digital Answering Machine	\$69.99
Digital AM/FM Stereo Tuner	\$34.99
Two FRS Radios with 2.5 Mile Range	\$49.99
Desktop CD / Clock Radio with Slot Load CD	\$69.99
MP3 Player / 64Mb with FM Tuner and Smart Media Card Expansion Slot	\$79.99
MP3 Player / 128 Mb with FM Tuner and SD Memory Card Expansion Slot	\$129.99
Portable TV / DVD with 10.4" (Viewable) TFT/LCD Screen	\$499.99
Portable TV / DVD Carrying Case	\$49.99